

No.505/01.09.2023

To:

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CURRENT REPORT
according to FSA Regulation no. 5/2018
Report date : 18.04.2023

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: *Decisions of the company's Shareholders Extraordinary General Assembly adopted within the meeting of 01.09.2023*

OIL TERMINAL SA' Shareholders Extraordinary General Assembly took place on 01.09.2023, 11:00 h, at first convocation, at company's headquarters in no. 2 Caraiman street.

The decision of the Shareholders Extraordinary General Assembly of 01.09.2023 have the following content:

DECISION
of the Extraordinary General Meeting of Shareholders
of the Company OIL TERMINAL S.A.
No. 5 of 01.09.2023

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 **01.09.2023** the followings were adopted:

Decision:

Art. 1 By 99,9999 % of the present/ represented shareholders' voting rights, it is approved **the establishment of a partnership between Oil Terminal S.A. and Iulius Real Estate S.R.L. ("the Developer") for the purpose of carrying out an urban regeneration and development project at the Developer's cost with the following main elements:**

a. Form of Collaboration

a.1. **Association Agreement** to start the PUZ phase of project permitting, improvement or extinguishment of environmental obligations with respect to the Land at the developer's cost, decommissioning of existing infrastructure on the land for the implementation of an urban regeneration and development project at the developer's cost under the Superficies Contract.

a.2. **Contract for the creation of a right of superficies** in favour of the Developer, the Developer acquiring the a right of superficies over the Lands.

b. **The object of the Superficies Contract:** The land owned by OIL TERMINAL S.A. in the area of 254.261 sqm registered in CF 215416 UAT Constanta, cadastral number 215416 and the land in the area of 129.335 sqm registered in CF 215382 UAT Constanta, cadastral number 215382.

c. **Superficies Tax : 2.000.000 EURO/year** for the entire surface of the Lands payable in the amount and at the terms negotiated between the parties. A superficies tax shall be paid in the

amount and at the times negotiated and shall be indexed in accordance with the negotiated provisions contained in the Superficies Contract.

d. **Duration of the Superficies Contract:** The contract is concluded for a period of 99 years with the possibility of extension in accordance with the applicable legal provisions.

e. **Duration of the Association** The association will be valid for the duration of the Superficies Contract.

f. **Project Functions Developed Directly by the Developer/Functions Developed by Other Entities:**

f.1. The following functions within the Project will be developed directly by - Developer: Retail, Office, Residential, Entertainment, Park, Botanical Garden, Fresh Market , Related parking

f.2. The following functions may be developed, at the Developer's decision, with or directly by public or private institutional partners: University/university campus, Aquarium, Hotel, Related parking, SPA

After approval of the Zoning Urban Plan, the Developer will be able to decide on the development of the previously foreseen functions.

With a turnout of 2.632.418.001 votes, representing 87,83 % of the voting rights total, the votes cast were recorded as follows:

- 2.632.415.190 votes “for”, representing 99,9999% of the votes cast total;
- 2.811 votes “against”, representing 0,0001% of the votes cast total;
- 0 votes “unexpressed”.

A number of 0 votes was annulled.

Art. 2 By 99,9999 % of the present/ represented shareholders’ voting rights, it is approved the empowerment of the General Director, the Financial Director, the Development Director, the Head of the Legal Litigation Office or their legal substitutes to represent the company in its relations with the developer, notary public and to sign on behalf of and for the company the Association Agreement and the Superficies Contract, the additional acts to them, as well as any other documents necessary to carry out the contractual relationship with the developer for the implementation of the project.

With a turnout of 2.632.418.001 votes, representing 87,83 % of the voting rights total, the votes cast were recorded as follows:

- 2.632.415.190 votes “for”, representing 99,9999% of the votes cast total;
- 2.811 votes “against”, representing 0,0001% of the votes cast total;
- 0 votes “unexpressed”.

A number of 0 votes was annulled.

Art. 3 By 99,9999 % of the present/ represented shareholders’ voting rights, it is approved the The empowerment of the administrative and executive management to take the necessary steps to carry out any conduct or obligations arising from the Association Agreement and/or the Superficies Contract, including but not limited to: granting of any approval, agreement, power of attorney would be required by the Developer in the permitting process of the Investment Project, performance of any obligation undertaken to the Developer, demolition of existing buildings and their removal from the land register of the

Project Lands, surrender of the Project Lands to the Developer, signing of agreements/contracts of any kind with any utility providers or local authorities for the performance of the steps to which the Developer is entitled under the negotiated terms, collaborating with the Developer in providing the Developer with any support in relation to any deeds, documents or agreements that are or may be required in the development of the Project, carrying out any dismemberments

or alienations of the Lands, representing the Company before any central or local authorities and any public or private entities in relation to the development of the Project.

With a turnout of 2.632.418.001 votes, representing 87,83 % of the voting rights total, the votes cast were recorded as follows:

- 2.632.415.190 votes “for”, representing 99,9999% of the votes cast total;
- 2.811 votes “against”, representing 0,0001% of the votes cast total;
- 0 votes “unexpressed”.

A number of 0 votes was annulled.

Art. 4 By 100 % of the present/ represented shareholders’ voting rights, establishing the date of 21.09.2023, as registration date and the date of 20.09.2023 as ex-date according to legal provisions is approved..

With a turnout of 2.632.418.001 votes, representing 87,83 % of the voting rights total, the votes cast were recorded as follows:

- 22.632.418.001 votes “for”, representing 100% of the votes cast total;
- 0 votes “against”;
- 0 votes “unexpressed”.

A number of 0 votes was annulled.

Art. 5 By 100 % of the present/ represented shareholders’ voting rights the empowerment of the meeting’ Chairman to sign the assembly’ decisions is approved.

With a turnout of 2.632.418.001 votes, representing 87,83 % of the voting rights total, the votes cast were recorded as follows:

- 22.632.418.001 votes “for”, representing 100% of the votes cast total;
- 0 votes “against”;
- 0 votes “unexpressed”.

A number of 0 votes was annulled.

Art. 6 By 100% 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/ rejected.

With a turnout of 2.632.418.001 votes, representing 87,83 % of the voting rights total, the votes cast were recorded as follows:

- 22.632.418.001 votes “for”, representing 100% of the votes cast total;
- 0 votes “against”;
- 0 votes “unexpressed”.

A number of 0 votes was annulled.

Chairman of OIL TERMINAL S.A.’

Shareholders General Extraordinary Assembly of 01(04).09.2023

Chairman of the Board of Directors
Cristian- Florin GHEORGHE

Development Director
Marieta STAȘI

Chief of Shareholding-Communication Dept.
Georgiana DRAGOMIR