

Nr. 243/24.04.2026

To

- **BUCHAREST STOCK EXCHANGE**  
Fax: 021/2569276
- **FINANCIAL SUPERVISORY AUTHORITY**  
Fax: 021/659.60.51

**CURRENT REPORT**  
**according to FSA Regulation no. 5/2018**  
**Report date: 24.04.2026**

**OIL TERMINAL S.A**

Registered office: Constanța, 2 Caraiman Street  
Phone no.: 0241/702600, Fax: 0241/694833  
European Unique Identifier (EUID): ROONRC.J1991000512136  
Registration number with the Trade Register: J1991000512136  
Unique registration code: 2410163

Significant event to be reported: Supplementation of the Convening Notice for the Ordinary General Meeting of Shareholders convened for 11(12).05.2026

Oil Terminal S.A. hereby informs shareholders and investors that, on 23.04.2026, it received from the Ministry of Energy, in its capacity as shareholder of the company holding a participation quota of 87.7579% of the share capital, a letter requesting the necessary measures for the allocation of a minimum quota of 90% of the 2025 net profit as dividends/payments to the state budget, based on the Memorandum approved in the Government meeting of 16.04.2026.

Regarding the General Meeting of Shareholders of 28(29).04.2026, which includes on its agenda materials related to this subject, the deadline for supplementing the agenda was 10.04.2026; consequently, no further amendments can be made to the agenda of the aforementioned meeting.

Taking into account:

- Letter no. 478/23.04.2026 from the Ministry of Energy, requesting the necessary measures for the allocation of a minimum quota of 90% of the 2025 net profit as dividends/payments to the state budget, based on the Memorandum approved in the Government meeting on 16.04.2026;
- The provisions of Art. LXXI para. (4) of Law no. 296/2023 according to which: *The public tutoring authority may mandate the state representatives in the General Meeting of Shareholders of companies, and in the Board of Directors of autonomous regies, so that in the case of economic operators applying the provisions of Government Ordinance no. 26/2013, as subsequently amended and supplemented, the annual Budgets of revenues and expenses may provide for the granting of bonuses, premiums, compensatory payments, gratuities, or any other salary-related benefits for retirement at a level of maximum one salary*
- The provisions of Art. 117<sup>1</sup>, para. (2<sup>1</sup>) of Law no. 31/1990, according to which the Board of Directors may amend the convening notice after its publication, within no more than 15 days from the publication date;

- The provisions of Law no. 24/2017 Art. 105 para. (5<sup>1</sup>) according to which the supplementation of the agenda of a General Meeting of Shareholders may also be performed by the Board of Directors.
- The convening notice (“The convening notice“) of the Ordinary General Meeting of Shareholders of OIL TERMINAL S.A (“OGSM“), scheduled for 11(12).05.2026, 11.00 hours, published in the Official Gazette of Romania Part IV, no. 2164 of 09.04.2026, and in the local newspaper ”Cuget Liber” on 09.04.2026,

**The Board of Directors of OIL TERMINAL S.A.**, company managed under a one-tier system, established and operating in accordance with Romanian legislation, registered with the Trade Register Office attached to Constanta Tribunal under no. J1991000512136, European Unique Identifier (EUID): ROONRC.J1991000512136, fiscal identification code 2410163, with its registered office in Constanta, 2 Caraiman Street, with a subscribed and paid-up share capital in an amount of 299,717,713.20 lei, **gathered within the meeting of 24.04.2026** at the company’s headquarters meeting room, Constanta, 2 Caraiman Street, decided to supplement the agenda of the Ordinary General Meeting of Shareholders convened for 11(12).05.2026, with the following points:

7. Approval of the provision in the 2026 Budget of revenues and expenses for amounts representing *salary-related benefits for retirement starting from 01.07.2026, at a level of maximum one salary*, under the terms and limits provided by Art. LXXI para. (4) of Law no. 296/2023.
8. Information regarding the Semi-annual Report on the management activity for the second half of 2025, pursuant to Art 55, para.(1) of Government Emergency Ordinance no. 109/2011, rectified in accordance with the request of the Ministry of Energy.
9. Approval of the Financial Statements for the year 2025, prepared in accordance with International Financial Reporting Standards (IFRS), comprising: the statement of financial position, the statement of comprehensive income, the statement of changes in equity, the statement of cash flows, and notes to the financial statements, based on the Board of Directors' Report and the Independent Auditor's Report, rectified in accordance with the request of the Ministry of Energy.
10. Approval of the Annual Financial Report for the 2025 financial year, prepared in accordance with Law no. 24/2017, Financial Supervisory Authority Regulation no. 5/2018, and Art. 56 of GEO no. 109/2011, including the Single Electronic Reporting Format (Extensible Hypertext Markup Language – XHTML) as provided by Art. 1 of ASF Regulation no. 7/2021 and Art. 3 of Commission Delegated Regulation (EU) 2018/815 of December 17, 2018, supplementing Directive 2004/109/EC of the European Parliament and of the Council, containing the Sustainability Report for which the auditor Transilvania Audit & Fiscality SRL issued the Limited Assurance Report, rectified in accordance with the request of the Ministry of Energy.
11. Approval of the 2025 net profit distribution in the amount of 26,914,656 lei, reinstated with the provision for employee profit-sharing, rectified in accordance with the request of the Ministry of Energy, as follows:

Legal reserve:	1,501,199 lei
Other reserves representing tax facilities provided by law:	2,637,986 lei
Employee profit-sharing:	2,277,547 lei
Dividends to shareholders (90%):	20,497,924 lei
Own financing source:	0 lei
12. Setting the gross dividend value proposed to be granted to shareholders at 0.00683908 lei/share, rectified in accordance with the request of the Ministry of Energy.
13. Setting the date of 19.06.2026 as the dividend payment date to shareholders.

**Consequently, the agenda of the Ordinary General Meeting of Shareholders shall be as follows:**

1. Extension of the mandate of the provisional director of Oil Terminal S.A. for an additional period of two months from the expiration date, respectively for the period: 15.05.2026 - 15.07.2026 or until the completion of the selection procedure, should the selection be finalized prior to the aforementioned term.
2. Approval of the form and content of the additional act to the mandate contract to be concluded with the provisional director.
3. Empowerment of a representative of the Ministry of Energy in the Ordinary General Meeting of Shareholders to sign the additional act to the mandate contract of the provisional director.
4. Empowerment of the Chairman of the meeting to sign the resolutions of the meeting.
5. Empowerment of the company's General Director to sign the necessary documents regarding the registration of the resolutions of the General Meeting of Shareholders with the Trade Register Office attached to the Constanta Tribunal and for carrying out the formalities regarding the publication of these resolutions.
6. Setting the date of 29.05.2026, as the registration date and the date of 28.05.2026 as ex-date in accordance with the legal provisions.
7. Approval of the provision in the 2026 Budget of revenues and expenses for amounts representing *salary-related benefits for retirement starting from 01.07.2026, at a level of maximum one salary*, under the terms and limits provided by Art. LXXI para. (4) of Law no. 296/2023.
8. Information regarding the Semi-annual Report on the management activity for the second half of 2025, pursuant to Art 55, para.(1) of Government Emergency Ordinance no. 109/2011, rectified in accordance with the request of the Ministry of Energy.
9. Approval of the Financial Statements for the year 2025, prepared in accordance with International Financial Reporting Standards (IFRS), comprising: the statement of financial position, the statement of comprehensive income, the statement of changes in equity, the statement of cash flows, and notes to the financial statements, based on the Board of Directors' Report and the Independent Auditor's Report, rectified in accordance with the request of the Ministry of Energy.
10. Approval of the Annual Financial Report for the 2025 financial year, prepared in accordance with Law no. 24/2017, Financial Supervisory Authority Regulation no. 5/2018, and Art. 56 of GEO no. 109/2011, including the Single Electronic Reporting Format (Extensible Hypertext Markup Language – XHTML) as provided by Art. 1 of ASF Regulation no. 7/2021 and Art. 3 of Commission Delegated Regulation (EU) 2018/815 of December 17, 2018, supplementing Directive 2004/109/EC of the European Parliament and of the Council, containing the Sustainability Report for which the auditor Transilvania Audit & Fiscalty SRL issued the Limited Assurance Report, rectified in accordance with the request of the Ministry of Energy.
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12. Setting the gross dividend value proposed to be granted to shareholders at 0.00683908 lei/share, rectified in accordance with the request of the Ministry of Energy.
13. Setting the date of 19.06.2026 as the dividend payment date to shareholders.

**SUPPLEMENTED materials (related to points 7-13, the updated special proxy form, the updated postal voting form, the updated draft resolution) will be made available to the shareholders, upon request, at the company's headquarters, Constanța, 2 Caraiman Street, both in Romanian and English, or can be downloaded from the company's website [http://relatia.oil-terminal.com/aga-2026/AGOA-11\(12\).05.2026/](http://relatia.oil-terminal.com/aga-2026/AGOA-11(12).05.2026/), starting from 29.04.2026.**

**In the event that, as of 11.05.2026, the quorum conditions stipulated by law are not met, the subsequent Ordinary General Meeting of Shareholders shall take place on 12.05.2026, 11:00 hours, at the same location and with the same agenda.**

All shareholders registered in the shareholders register maintained and issued by the Central Depository, at the end of **30.04.2026**, date set as **reference date** are entitled to participate in the meeting. Only persons who are shareholders on this date have the right to participate and vote in the general meeting.

**Proxies and voting forms will be made available to shareholders in both Romanian and English, on the company's website, [http://relatia.oil-terminal.com/aga-2026/AGOA-11\(12\).05.2026/](http://relatia.oil-terminal.com/aga-2026/AGOA-11(12).05.2026/), starting from 10.04.2026.**

**All materials regarding the agenda, as well as the draft resolutions, will be made available to shareholders, upon request, at the company's headquarters, Constanta, 2 Caraiman street, in both Romanian and English or can be downloaded from the website [http://relatia.oil-terminal.com/aga-2026/AGOA-11\(12\).05.2026/](http://relatia.oil-terminal.com/aga-2026/AGOA-11(12).05.2026/), starting from 10.04.2026.**

One or more shareholders representing, individually or jointly, at least 5% of company's share capital (hereinafter referred to as "Initiators") shall have the right:

- a) **to introduce new points on OGSM agenda** provided that each point is accompanied by a justification or a draft resolution proposed to be adopted by the general meeting, requests to be received at **OIL TERMINAL SA' Registry** by any means of delivery, within 15 days from the date of the convening notice publication, respectively until **24.04.2026, 11:00 hours**, in a sealed envelope, bearing the mention clearly written in capital letters: **FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS OF 11(12).05.2026**, or **sent by email**, with an incorporated extended electronic signature, to **[actionariat@oil-terminal.com](mailto:actionariat@oil-terminal.com)**, mentioning in the subject: **FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS OF 11(12).05.2026**.
- b) **to submit draft resolutions for points included or proposed to be included on the general meeting's agenda**, requests to be received at **OIL TERMINAL SA' Registry** by any means of delivery, within 15 days from the date of the convening notice publication, namely until **24.04.2026, 11:00 hours**, in a sealed envelope, bearing the mention clearly written in capital letters: **FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS OF 11(12).05.2026**, or **sent by email**, with an incorporated extended electronic signature, to **[actionariat@oil-terminal.com](mailto:actionariat@oil-terminal.com)**, mentioning in the subject: **FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS OF 11(12).05.2026**.

In accordance with Article 117<sup>1</sup>, paragraph (2)<sup>1</sup> of Law 31/1990, the Board of Directors may amend the convening notice after its publication, within no more than 15 days from the publication date, respectively until **24.04.2026, 11:00 hours**.

The amended convening notice, including, as the case may be, the agenda supplemented with the points proposed by the shareholders or by the Board of Directors after the convening, shall be published at least 10 days prior to the general meeting, respectively until **30.04.2026**.

**The company's shareholders**, regardless of their shareholding, have the right to submit **written questions** regarding points on the OGSM agenda, questions to be sent and registered at **OIL TERMINAL SA' Registry** in Constanta, 2 Caraiman street, by any means of delivery, in a sealed envelope, bearing the mention clearly written in capital letters: FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS OF **11(12).05.2026**, or **sent by email**, with an incorporated extended electronic signature, to **actionariat@oil-terminal.com**, mentioning in the subject: FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS OF **11(12).05.2026**.

The answers to the submitted questions will be published on the company's website, at the address **<http://relatia.oil-terminal.com/intrebari-frecvente/>**

For the identification of the individual shareholder or, as the case may be, the representative of the shareholder legal person or entity without legal personality, who addresses questions, submits proposals for supplementing the agenda or proposes draft resolutions, they shall attach to the respective request copies of the documents proving their identity.

**Shareholders may participate** in person or can be represented in the OGSM by **their legal representative or by a designated representative** who has been granted a special or general proxy.

Only shareholders registered in the Company's consolidated Shareholders Registry provided by the Central Depository as of the **reference date of 30.04.2026**, may participate and vote in the OGSM, in person or through representatives, based on a special or general proxy, according to legal provisions.

Special and general proxies will be available starting from **10.04.2026**, in both Romanian and English, both at company's headquarters and in electronic format, on the company's website: **[http://relatia.oil-terminal.com/aga-2026/AGOA-11\(12\).05.2026/](http://relatia.oil-terminal.com/aga-2026/AGOA-11(12).05.2026/)**

The general proxy shall be granted for a period that does not exceed 3 years, expressly allowing the Representative to vote on all matters under debate in the company's shareholders general meetings, including regarding acts of disposition, provided that the general proxy: (i) is granted by the shareholder, as client, to an intermediary defined according to Law no. 24/2017 or to a lawyer and (ii) the general proxy mentions the representative's capacity as an intermediary or lawyer. The representative may not be substituted by another person. However, if the representative is a legal entity, it may exercise the mandate received through any person who is a part of its administrative or management body or one of its employees. The proof of the representative's capacity as an intermediary or lawyer of the respective shareholder shall be provided by the Representative's declaration given on the form published together with the supporting materials of the OGSM on the company's website and signed by the Representative upon entering the meeting room in front of the meeting's organizers. The company's shareholders may not be represented in the OGSM based on a general proxy by a person who is in a situation of conflict of interests situation that may occur particularly in one of the following cases:

- a) he is a company's majority shareholder, or another entity controlled by that shareholder;
- b) he is a member of the company's administrative, management or supervision body, a majority shareholder or of a controlled entity, as provided in letter a);
- c) he is an employee or an auditor of the company or of a majority shareholder or a controlled entity, as provided in letter a);

- d) he is the spouse, relative or related up to the fourth degree inclusive of one of the individuals provided in letters a) to c).

Before their first use, copies of general proxies, certified as true copies, bearing the Representative's signature, accompanied by a copy of the shareholder's identity document (in case of individuals, identity card/passport, respectively in case of legal entities: identity card of the legal representative together with registration certificate issued by the trade registry, presented in original or copy certified as true copy, or any other document in original or copy certified as true copy, issued by a competent authority of the state in which the shareholder is legally registered, which certifies the capacity of legal representative will be submitted to the Company's Registry or sent by any form of delivery with acknowledgment of receipt to the Company's Registry no later than **09.05.2026**. The documents certifying the capacity of the shareholder's legal representative shall be issued no more than 3 months before the date of publication of the OGSM convening notice. General proxies shall be submitted to the company's Registry or sent by any other means of delivery with with acknowledgment of receipt to the Company' Registry, in order **to be registered as received at the company's Registry no later than 09.05.2026, 11:00 hours**, in a sealed envelope, bearing the mention clearly written in capital letters: FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS OF **11(12).05.2026**.

The proxies can be sent by email with an incorporated extended electronic signature, according to Law 214/2024 on electronic signature **no later than 09.05.2026, 11:00 hours**, to **actionariat@oil-terminal.com**, mentioning in the subject: FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS OF **11(12).05.2026**.

**Special proxies** must contain specific voting instructions for each point on the OGSM agenda (i.e. vote „for”, „against” or „abstention”). It is allowed for a shareholder to grant a special proxy to one or more representatives to ensure their representation in the general meeting. If several alternate representatives are designated by proxy, the order in which they will exercise their mandate shall also be established, such a proxy being valid only for the OGSM of **11(12).05.2026**.

**Special proxies** in original, completed and signed by the shareholder, either in Romanian or English, together with the documents proving identity, namely:

- in case of individual shareholders: certified copy of identity document (identity card, passport, residence permit),
- in case of legal entity shareholders: identity card of the legal representative together with the registration certificate issued by the trade registry presented in original or a certified copy, or any other document in original or a certified copy issued by a competent authority of the state in which the shareholder is legally registered, which certifies the capacity of legal representative.
- Documents certifying the capacity of legal representative of the legal entity shareholders shall be issued no more than 3 months before the date of publication of the OGSM convening notice.

These **shall be sent to the Company's Registry**, no later than **09.05.2026, 11:00 hours**, in a sealed envelope, bearing the mention clearly written in capital letters: FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS OF **11(12).05.2026** or **sent by email**, with an incorporated extended electronic signature, no later than **09.05.2026, 11:00 hours**, to **actionariat@oil-terminal.com**, mentioning in the subject: FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS OF **11(12).05.2026**.

A special proxy for participating and voting in the OGSM granted by a shareholder to a credit institution which provides custody services shall be accepted, without requesting additional documents regarding the shareholder, provided that the special proxy is issued according to FSA Regulations no. 5/2018 and signed by the respective shareholder and accompanied by a declaration given by the credit institution which received the power of representation, stating that:

- The credit institution provides custody services for the respective shareholder;

- Special proxy's instructions are identical to SWIFT message instructions received by the credit institution to vote on behalf of the shareholder;
- The special proxy is signed by the shareholder.

The aforementioned special proxy and declaration must be submitted in original, signed and, if applicable, stamped, without other formalities regarding the form of these documents.

On the general meeting's date, upon entering the meeting room, shareholders must present the original identity card to be verified by company's representatives.

If a legal entity shareholder participates in the OGSM through its legal representative, the latter must present the original identity card to be verified by company's representatives, together with proof of their capacity as legal representative of legal entity shareholder, the registration certificate issued by trade registry in original or certified copy, or any other document in original or certified copy issued by a competent authority of the state in which the shareholder is legally registered, which certifies the capacity of legal representative, as well as the account statement proving the capacity of shareholder and the number of shares held, issued by the central depository or, as the case may be, by the participants defined in Law no. 24/2017 on issuers of financial instruments and market operations and FSA Regulation no. 5/2018, in case a shareholder is represented by a credit institution which provides custody services.

The documents which certify the capacity of legal representative shall be issued no more than 3 months before the date of publication of the OGSM convening notice.

Shareholders shall hand over to the company's representatives the original special proxy if this was sent by email with an incorporated extended electronic signature.

For legal entity shareholders, the capacity of legal representative is certified by a registration certificate issued by the trade registry presented in original or certified copy, or any other document in original or certified copy issued by a competent authority of the state in which the shareholder is legally registered, which certifies the capacity of legal representative. Documents which certify the capacity of legal representative of legal entity shareholder shall be issued no more than 3 months before the date of publication of the OGSM convening notice.

Documents which certify the capacity of legal representative issued in a foreign language, other than English, shall be accompanied by a translation made by an authorized translator into Romanian or English. The issuer shall not require legalization or apostillation of the documents which certify the capacity of legal representative.

**The shareholders of Oil Terminal SA, registered on the reference date of 30.04.2026** in the shareholders register issued by the Central Despository, **can vote by email**, before OGSM, **by using the postal voting form**, made available both in Romanian and English, starting from **10.04.2026**, on the company's website [http://relatia.oil-terminal.com/aga-2026/AGOA-11\(12\).05.2026/](http://relatia.oil-terminal.com/aga-2026/AGOA-11(12).05.2026/), or from the company's headquarters, Constanta, 2 Caraiman Street, Shareholding-Communication Dept. and shall be updated in case new points are added on the OGSM agenda.

**Postal voting forms must** be completed and signed by individual shareholders and accompanied by the copy of shareholder's identity document, signed as a true copy by the holder/ completed and signed by the legal representative of the shareholder accompanied by the official document which certifies the capacity as legal representative.

**Postal voting forms** accompanied by the legal documents shall be **sent to company' registry**, by any means of delivery, with acknowledgement of receipt, in order to be registered as received until **09.05.2026, 11:00 hours**, in a sealed envelope, bearing the mention clearly written in capital letters: **FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS OF 11(12).05.2026**, or **sent by email**, with an incorporated extended electronic signature, to [actionariat@oil-terminal.com](mailto:actionariat@oil-terminal.com), no later than **09.05.2026, 11:00 hours**, mentioning in the subject: **FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS OF 11(12).05.2026**.

Postal voting forms which are not received at Oil Terminal registry or on email by the aforementioned date and time shall not be taken into account in order to determine the quorum and majority in the OGSM.

Documents which certify the capacity of legal representative issued in a foreign language, other than English, shall be accompanied by a translation made by an authorized translator in Romanian or English. The issuer will not require legalization or apostillation of the documents which certify the capacity of legal representative.

**Materials regarding agenda and draft resolutions** shall be made available to shareholders, upon request, at the company's headquarters, Constanta, 2 Caraiman Street, in both Romanian and English, or shall be downloaded from the website [http://relatia.oil-terminal.com/aga-2026/AGOA-11\(12\).05.2026/](http://relatia.oil-terminal.com/aga-2026/AGOA-11(12).05.2026/), starting from **10.04.2026**

**General Director**  
**Sorin CIUTUREANU**

**Development Director**  
**Marieta STAȘI**

**Head of Shareholding-Communication Dept.**  
**Georgiana DRAGOMIR**