



OKTA CRUDE OIL REFINERY SHAREHOLDING COMPANY - SKOPJE

О К Т А Рафинерија на нафта
Акционерско друштво
Бр. 0202-3057/23-12
28.12. 2024 год.
Скопје 1

BUSINESS GUIDELINE

on voting via correspondence, proposing new items on the agenda and
proposing decisions and raising questions on the sessions of the
assembly of shareholders of OKTA AD-Skopje

Pursuant to article 388-a of the Law on trade company, the Corporate Governance Code of the Macedonian Stock Exchange and article 46 paragraph 1 item 16 of the Charter of OKTA AD-Skopje, the Board of Directors of OKTA AD-Skopje on its 208th Meeting held on 28.12.2023, determined the following:

BUSINESS GUIDELINE

on voting via correspondence, proposing new items on the agenda and proposing decisions and raising questions on the sessions of the Assembly of Shareholders of OKTA AD-Skopje

1 SUBJECT

- 1.1 This Business Guideline of OKTA AD-Skopje (hereinafter “the Company”) regulates the manner and procedure regarding the rights of the shareholders of the Company to 1) vote via correspondence , 2) propose new items on the agenda and propose decisions related to the items already included or to be included to the agenda of the sessions of the Assembly of Shareholders of the Company (hereinafter “the Assembly”) and 3) raise questions related to the items already included or to be included to the agenda of the sessions of the Assembly.

2 APPLICATION AND RESPONSIBILITIES

- 2.1 This Business Guideline is applicable to all shareholders in relation to the exercising of the rights related to the Assembly, stipulated in Article 1.1 above.
- 2.2 The Board of Directors is responsible for the consistent application of this Business Guideline.

3 MANNER AND PROCEDURE FOR EXERCISING THE RIGHTS

- 3.1 The manner and procedure for exercising the rights of the shareholders, subject of this Business Guideline, are elaborated in the separate sections below.

3.2 Section 1

Voting via correspondence

- 3.2.1 The shareholders may vote via correspondence, without being obligated to participate on the session of the Assembly physically (personally, through a legal representative, through a proxy) or in any other appropriate manner. However, the shareholder is obligated to duly announce the participation on the session of the Assembly. The number of shares with voting rights of the shareholder shall constitute the quorum for operation and voting on the Assembly.
- 3.2.2 The shareholder can vote via correspondence in a manner that clearly and unambiguously, in the designated Form for voting via correspondence, will vote FOR, AGAINST or ABSTAINED for the proposal-decisions for each or some of the items of the agenda, on the place specifically designated for giving the vote for the respective proposal-decision. If the shareholder does not fill the specifically designated place for giving the vote for the respective proposal-decision, it shall be considered that the vote is ABSTAINED.
- 3.2.3 The Form for voting via correspondence, prepared to be downloaded electronically, is available on the official internet page of the company, stated in the announcement. If, for whatever reason, the shareholder is unable to download or print the Form, it shall be available in a printed form in the Cabinet of the Chief Executive Officer of the company, at the expense of the company.
- 3.2.4 The shareholder is obligated to submit the duly filled Form on the address of the official seat of the company (OKTA Crude Oil Refinery Shareholding company – Skopje, str. 1 no. 25 n.m. Miladinovci, Ilinden with reference “for Assembly-Form for voting via correspondence”) in a closed envelope containing the identification information for the shareholder. The Form must be sent via registered mail or other type of delivery that enables tracking and evidence of date of made delivery to the company, or handed over personally in the archive of the company. Only Forms received in the company by the time stated in the Public Announcement shall be considered as valid.
- 3.2.5 The Form, with readable and fully filled in information for the shareholder, must be delivered in original, in at least one copy, signed personally by the shareholder-natural person, i.e. the legal representative of the shareholder-legal entity. The signature on the Form for voting via correspondence shall be considered equivalent to the signature put on the list of participants on the Assembly.
- 3.2.6 Enclosed to the Form for voting via correspondence, the shareholder must submit relevant documentation for determining of the identity of the shareholder, namely:
- Copy of a valid identification document (personal ID or passport)¹ for each of the shareholders-natural persons, i.e. of the legal representative of the shareholder-legal entity
 - For a shareholder-legal entity, Certificate on current standing from the Central register, in original or in a copy verified by a notary, or another relevant document issued by an authorized body of the foreign state where the official seat of the shareholder is located, in a photocopy and a translation by an official court sworn translator, verified by a notary, in
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original. If the Certificate or the other relevant document from a foreign state are older than 30 (thirty) days, the shareholder must submit a written statement, in Macedonian or English language, verified with the seal of the company and signed by the legal representative, under full criminal, material and moral liability, that the information stated in the document are current and unchanged.

3.3 Section 2

Information on proposing new items on the agenda and proposing decisions

- 3.3.1 Shareholders that individually or jointly own at least 5% of the total number of shares with voting rights can propose amendment of the agenda by requesting that new items are added to the agenda, if at the same time they provide an explanation for the item proposed to be added to the agenda or if they propose a decision upon the proposed item.
- 3.3.2 Shareholders that individually or jointly own at least 5% of the total number of shares with voting rights can propose in a written form a proposal-decision for each of the items already included or to be included to the agenda of the session of the Assembly.
- 3.3.3 The request for including new items to the agenda of the Assembly, i.e. the request for proposing passing decisions is sent in a written form to the Board of Directors of the company, on the address of the official seat of the company (OKTA Crude Oil Refinery Shareholding company – Skopje, str. 1 no. 25 n.m. Miladinovci, Ilinden with reference “for Assembly-Request for including new items on the Agenda/proposing decisions”), no later than 8 (eight) days from the day of the public announcement for convening the session of the Assembly. The request must be sent via registered mail or other type of delivery that enables tracking and evidence of date of made delivery to the company (in a closed envelope), or handed over personally in the archive of the company.
- 3.3.4 The request submitted by a shareholder-natural person, must be personally signed by the shareholder and must include at least the following information: full name and surname, address of residence and number of shares with voting rights owned by the shareholder.
- 3.3.5 The request submitted by a shareholder-legal entity, must be personally signed by the legal representative and verified with the seal of the company and include at least the following information: full name of the legal entity, address of the official seat, unique company number and the number of shares with voting rights owned by the shareholder, as well as the full name and surname of the legal representative.
- 3.3.6 The request submitted by a group of shareholders, must contain the relevant elements stated above for each of the applicant shareholders.
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3.3.7 The shareholder, i.e. the shareholders must submit relevant documentation enclosed to the request, proving the identity of the shareholder, i.e. shareholders and the fact that the condition for owning at least 5% of the total number of shares with voting rights is met, especially:

- Statement of the account from the Central Securities Depository with information regarding the number of votes owned by each of the applicant shareholders, in original, not older than 3 (three) days
- Copy of a valid identification document (personal ID or passport)² for each of the shareholders-natural persons, i.e. of the legal representative of the shareholder-legal entity
- For a shareholder-legal entity, Certificate on current standing from the Central register, in original or in a copy verified by a notary (or a simple photocopy, if previously already submitted in original), or another relevant document issued by an authorized body of the foreign state where the official seat of the shareholder is located, in a photocopy and a translation by an official court sworn translator, verified by a notary, in original (or a simple photocopy, if previously already submitted in original). If the Certificate or the other relevant document from a foreign state are older than 30 (thirty) days, the shareholder must submit a written statement, in Macedonian or English language, verified with the seal of the company and signed by the legal representative, under full criminal, material and moral liability, that the information stated in the document are current and unchanged

3.4 Section 3

Information on raising questions

3.4.1 Each shareholder has the right to raise questions regarding each of the items of the agenda of the session of the Assembly of the company.

3.4.2 The shareholder may raise questions in a written form, by sending a letter to the address of the official seat of the company (OKTA Crude Oil Refinery Shareholding company – Skopje, str. 1 no. 25 n.m. Miladinovci, Ilinden with reference “for Assembly-Letter for raising questions”), at least 5 (five) days prior to the date of holding the session of the Assembly. The letter must be sent via registered mail or other type of delivery that enables tracking and evidence of date of made delivery to the company (in a closed envelope), or handed over personally in the archive of the company. The letter containing the questions, must contain information for identification of the shareholder (name and surname of the shareholder-natural person, i.e. full company name, unique company number and name and surname of the legal representative of the shareholder-legal entity), as well as have enclosed the documents listed below. When questions are raised through a proxy, in addition to the respective information for the shareholder, the letter must contain respective information for

identification of the proxy and must be accompanied by a photocopy of the issued proxy. The letter must be signed by the shareholder-natural person, the legal representative of the shareholder-legal entity or the proxy.

3.4.3 Enclosed to the Letter, the shareholder must submit relevant documentation for determining of the identity of the shareholder, namely:

- Copy of a valid identification document (personal ID or passport)³ for the shareholders-natural persons, i.e. of the legal representative of the shareholder-legal entity
- For a shareholder-legal entity, Certificate on current standing from the Central register, in original or in a copy verified by a notary (or a simple photocopy, if previously already submitted in original), or another relevant document issued by an authorized body of the foreign state where the official seat of the shareholder is located, in a photocopy and a translation by an official court sworn translator, verified by a notary, in original (or a simple photocopy, if previously already submitted in original). If the Certificate or the other relevant document from a foreign state are older than 30 (thirty) days, the shareholder must submit a written statement, in Macedonian or English language, verified with the seal of the company and signed by the legal representative, under full criminal, material and moral liability, that the information stated in the document are current and unchanged.

3.4.4 The company is obligated to respond to the questions raised by its shareholders, through its authorized body or a representative, or provide a collective response to questions with the same content. The company shall not have the obligation to respond to questions raised in written form that are received after the holding of the session of the Assembly or that are not accompanied by a letter containing the relevant data or documents.

3.4.5 The company encourages its shareholders to raise questions in a timely manner, in order to avoid misunderstandings regarding their content, to enable bundling questions with the same content and to enable collecting information necessary for a timely and proper response in accordance with the law and the Company's Charter.

3.4.6 Questions raised by the shareholders shall be considered answered if the response is available on the official internet page of the company in a form of question and response. The company shall be obligated in any case to publish the answers to the raised questions on its official internet page in a form of question and response.

4 PERSONAL DATA PROTECTION

- 4.1 The submitted copy of the identification document will be destroyed after the adjourning of the session of the Assembly, in accordance with the Law on personal data protection and the internal procedures of the company.

5 FINAL PROVISION

- 5.1 This Business guideline enters into force on the date of its approval by the Board of Directors, and shall become applicable from the date of its publication on the official website of the Company.

Prepared by
Risk Officer

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Checked by
Chief Executive Officer

Dimitrios Paschos



Approved by
Board of Directors

Vuk Radovic, Chairman

