

The Company
“MECANICA CEAHLAU” S.A.
- PIATRA NEAMT –

Attention to:
AUTHORITY FOR FINANCIAL MONITORING BUCHAREST [ASF]
BUCHAREST STOCK EXCHANGE
CURRENT REPORT

in compliance with the provisions under Law 24/2017 and of the Regulation N° 5/2018 of ASF

Report date: 19/11/2025

Issuing entity: Mecanica Ceahlău SA

Registered Office: Municipality of Piatra Neamt, Str. Dumbravei, N° 6

Phone/Fax: 0233/211104; 0233/216069

Unique Code of Registration with the Office of the Register of Commerce: 2045262

Register of Commerce Incorporation N°: J1991000008271

Social capital, subscribed and paid: RON 23,990,846.00

Regulated Market on which movables issued are traded: [Bursa de Valori] Bucharest Stock Exchange

Important events to be reported: The Extraordinary and Ordinary General Meeting of Shareholders and Resolutions approved

1a. The Shareholders' Extraordinary General Meeting and Resolutions approved

The Extraordinary General Meeting of the shareholders of MECANICA CEAHLAU S.A. was held on the first convening, i.e., 19/11/2025, and was attended in person, by representatives or by post by a number of 3 shareholders, representing 224,339,591 shares, i.e., 93,5105% of the company's social capital.

Resolutions approved by the Extraordinary General Meeting of Shareholders held on 19/11/2025

Resolution No. 1

Article 1. It is hereby approved that the secretariat of the Extraordinary General Meeting of Shareholders from among the shareholders, in compliance with the provisions of Law 31/1990, article 129, paragraph (2), in the person of Mr. Mihailescu Ilie.

The resolution is adopted with 224,339,591 votes in favour, representing 100% of the shares represented at the Extraordinary General Meeting.

Resolution no. 2

Article 1. The Meeting ratifies Decision of the Board of Directors no. 2 dated 22.04.2025 regarding:

- Contracting from Banca Transilvania a Bank Counter-Guarantee in the amount of EUR 450,000 for a period of 37 months, necessary for current business activity;

- Extending with Banca Transilvania the existing credit line of RON 3,000,000 for a period of 24 months, Necessary for current business activity.

The resolution is adopted with 224,339,591 votes in favour, representing 100% of the shares represented at the Extraordinary General Meeting.

Resolution no. 3

Article 1. The Meeting approves the cumulative level of guarantees whose total book value amounts to RON 2,626,817, representing 15.38% of the Company's total fixed assets, less receivables. The resolution is adopted with 224,339,591 votes in favour, representing 100% of the shares represented at the Extraordinary General Meeting.

Resolution no. 4

Article 1. The Meeting approves the mandate of the Board of Directors and of each of its members individually to implement the resolutions adopted by the Extraordinary General Meeting of Shareholders. **Article 2.** The Meeting empowers the Chief Executive Officer, with the possibility of substitution, to carry out all legal procedures and formalities and to sign any documents required for implementing the resolutions of the Extraordinary General Meeting of Shareholders, including the publication and registration formalities with the Trade Registry.

The resolution is adopted with 224,339,591 votes in favour, representing 100% of the shares represented at the Extraordinary General Meeting.

Resolution no. 5

Article 1. The Meeting approves 16.12.2025 (ex-date 15.12.2025) as the date of identification of the shareholders entitled to the rights and subject to the effects of the resolutions adopted by the Extraordinary General Meeting of Shareholders.

The resolution is adopted with 224,339,591 votes in favour, representing 100% of the shares represented at the Extraordinary General Meeting.

1.b. The Shareholders' Ordinary General Meeting of Shareholders and Resolutions approved

The Ordinary General Meeting of Shareholders of **Mecanica Ceahlău S.A.** was held at the first call, on **19.11.2025**, with the participation personally, by representative, or by correspondence of **3 shareholders**, holding **224,339,591 shares**, representing **93.5105%** of the Company's share capital.

Resolutions adopted by the Ordinary General Meeting of Shareholders on 19/11/2025

Resolution no. 1

Article 1. The Meeting approves the election of the Secretariat of the Ordinary General Meeting from among the Company's shareholders, in accordance with Art.129 para. 2 of Law 31/1990, namely **Mr. Mihailescu Ilie**.

The resolution is adopted with 224,339,591 votes in favour, representing 100% of the shares represented at the Ordinary General Meeting.

Resolution no. 2

Article 1. The Meeting approves the termination, by secret vote, of the mandate of administrator **Esanu Romeo Vasile**, starting **24.11.2025**.

Article 2. The Meeting approves the result of the secret vote for the election of the following persons:

Trifa Aurelian-Mircea-Radu, Romanian citizen – mandate of 4 years (24.11.2025–24.11.2029)

Ianculescu Carmen, Romanian citizen – mandate of 4 years (24.11.2025–24.11.2029)

Andries Carmen Cristina, Romanian citizen – mandate of 4 years (24.11.2025–24.11.2029)

The resolution is adopted with 224,339,591 votes in favour, representing 100% of the shares represented at the Ordinary General Meeting.

Resolution no. 3

Article 1. The Meeting approves the content of the management contract to be concluded between the Company and the newly appointed administrators.

Article 2. The Meeting approves maintaining the general limits of the monthly remuneration of the members of the Board of Directors for the year 2025 at the level established by the Ordinary General Meeting of Shareholders of 22.11.2021.

The resolution is adopted with 224,339,591 votes in favour, representing 100% of the shares represented at the Ordinary General Meeting.

Resolution no. 4

Article 1. The Meeting approves the following monthly remunerations for the members of the Board of Directors for the mandate starting 24.11.2025:

Chairman of the Board of Directors – EUR 1,000 net/month

Members of the Board of Directors – EUR 500 net/month

The amounts shall be converted into lei at the EUR/RON exchange rate of the NBR applicable on the payment date.

The resolution is adopted with 175,857,653 votes in favour, representing 73.30% of the shares represented at the Ordinary General Meeting.

Resolution no. 5

Article 1. The Meeting approves empowering the Company's Chief Financial Officer to sign the management contract on behalf of the Company.

The resolution is adopted with 224,339,591 votes in favour, representing 100% of the shares represented at the Ordinary General Meeting.

Resolution no. 6

Article 1. The Meeting approves the mandate of the Board of Directors and of each of its members individually to implement the resolutions adopted by the Extraordinary General Meeting of Shareholders.

Article 2. The Meeting empowers the Chief Executive Officer, with the possibility of substitution, to carry out all legal procedures and formalities and to sign any documents required for implementing the resolutions of the Extraordinary General Meeting of Shareholders, including the publication and registration formalities with the Trade Registry.

The resolution is adopted with 224,339,591 votes in favour, representing 100% of the shares represented at the Ordinary General Meeting.

Resolution no. 7

Article 1. The Meeting approves **16.12.2025** (ex-date **15.12.2025**) as the date of identification of the shareholders entitled to the rights and subject to the effects of the resolutions adopted by the Ordinary General Meeting of Shareholders.

The resolution is adopted with 224,339,591 votes in favour, representing 100% of the shares represented at the Ordinary General Meeting.

President of the Board of Directors

Trifa Aurelian-Mircea-Radu

