

SOCIETATEA
“MECANICA CEHLĂU” 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: 14/03/2023

Issuing entity: S.C. “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°: J.27/8/1991

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

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

Important events to be reported: The Ordinary and Extraordinary General Meeting of the Shareholder is hereby convened for the 20/21 April 2023

The Board of Directors of Mecanica Ceahlău S.A. with its registered office in Piatra Neamț, 6 Dumbravei Street, Neamț County, registered with the Trade Register under no. J27/8/1991, Unique registration code 2045262, met on **13.03.2023**, in accordance with the provisions of Law no. 31/1990, republished and supplemented, **convenes the Ordinary General Meeting of Shareholders on 20.04.2023, at 13:00 and the Extraordinary General Meeting of Shareholders on 20.04.2023, at 14:00, which will take place at company's registered office, in Piatra Neamț, 6 Dumbravei Street, Neamț County, for all shareholders registered with the Trade Register at the end of 05.04.2023, with the following agenda:**

FOR THE ORDINARY GENERAL MEETING:

- 1.** Election of the secretariat of the company Shareholders' Ordinary General Meeting, in compliance with the provisions of Law 31/1990, article 129, paragraph (2);
- 2.** Presentation, discussions, and approval of the Report on the activity of the Board of Directors for 2022;
- 3.** Presentation, discussions, and approval of the individual financial Statements for 2022, with the independent financial auditor's opinion;
- 4.** Approval of the distribution of the 2022 net profit, by destination.

5. Approval of the managers' discharge for 2022

6. Approval of participation of the administrators to profit.

7. Approval of the general limits for the remuneration of the company managers and directors, in compliance with Art.153¹⁸ of Law 31/1990, republished as updated.

8. Presentation and submission of the advisory vote of the Remuneration Report for the financial year 2022.

9. Empowerment of the General Manager to prepare all the necessary documents for the registration of the OGMS decision with the Trade Register Office and to take the steps to ensure the advertising of the decisions adopted. The General Manager may empower other persons to perform the previously mentioned registrations

10. Approval of the date of 23.05.2023 (ex-date 22.05.2023) as the date for the identification of the shareholders who are to benefit from rights and who are to suffer from the effects of the OGSM [AGOA] resolutions.

For the Extraordinary General Meeting:

1. Electing the secretariat of the EGMS among company's shareholders, in accordance with the provisions of Law no. 31/1990 art. 129, paragraph (2);

2. To add the following secondary activities to the company's Articles of Association:

4531 Wholesale trade of motor vehicle parts and accessories

4532 Retail sale of motor vehicle parts and accessories

4791 Retail sale via mail order houses or via Internet

3. Restriction of the object of activity as follows:

Principal activity is:

2830 - Manufacture of machinery for agriculture and forestry

Secondary activities:

1624 - Manufacture of wood packaging material

1629 - Manufacture of other products of wood; manufacture of articles of cork, straw and plaiting materials

2453 - Casting of non-ferrous light metals

2511 - Manufacture of structural metal products and parts thereof

2561 - Treatment and coating of metals

2562 - General mechanical engineering

2573 - Tool making

2829 - Manufacture of other general purpose machinery n.e.c.

2920 - Manufacture of bodies for motor vehicles; manufacture of trailers and semi-trailers

3312 - Repair of machinery

3511 - Electric power generation
3513 - Electric power distribution
3514 - Electricity distribution
3600 - Water collection, treatment and distribution
4531 - Wholesale trade of motor vehicle parts and accessories
4532 - Retail trade of motor vehicle parts and accessories
4661 - Wholesale of agricultural machinery, equipment and supplies
4677 - Wholesale of waste and scrap
4791 - Retail sale via mail order houses or Internet
6820 - Renting and subletting of own or leased real estate
7219 - Research and Development in Other Natural Sciences and Engineering
7731 - Agricultural machinery and equipment rental and leasing activities
8121 - General cleaning activities of buildings

In case of approval of the amendment of the Articles of Association, the rewriting and republication of the updated version of the Articles of Association in the Official Gazette of Romania, Part IV is approved.

4. The empowerment of the Chairman of the Board of Directors to sign the amended and updated form of the Constitution.

5. Empowerment of the General Manager to prepare all the necessary documents for the registration of the EGMS decision with the Trade Register Office and to take the steps to ensure the advertising of the decisions adopted. The General Manager may empower other persons to perform the previously mentioned registrations.

6. Approval of the date of 23.05.2023 (ex-date 22.05.2023) as the date for the identification of the shareholders who are to benefit from rights and who are to suffer from the effects of the EGSM [AGEA] resolutions.

The shareholders' access to the Ordinary and Extraordinary General Meetings shall be done by a simple proof of their identity, made in the case of the individual shareholders with the identity document, and in the case of the legal entity shareholders and the represented individual shareholders, with special power of attorney given to the individual representing them.

The Special Power of Attorney shall be drafted, in Romanian or in English, in three original copies (one for the company, one for the principal and one for the agent).

The special powers of attorney in copy, including the mention of conformity with the original under the signature of the representative, accompanied by a photocopy of the identity card or the registration certificate of the represented shareholder and a photocopy of the identity document or the representative's registration certificate, shall be filed at the head office of the company or by e-mail at asistent.manager@mecanicaceahlau.ro by 19.04.2023 at 16:00.

The shareholder may grant a general power of attorney valid for a period not exceeding 3 years, allowing his/her representative to vote on all items on the agenda of the General Meetings of Shareholders of the

company identified in the power of attorney, including acts of disposition, provided that that the power of attorney is granted by the shareholder, as a client, to an intermediary defined according to art. 2 paragraph (1) point 14 of Law 297/2004 on the capital market, or to a lawyer.

The special power of attorney in copy, including the mention of conformity with the original under the signature of the representative, accompanied by a photocopy of the identity card or the registration certificate of the represented shareholder and a photocopy of the identity document or the representative's registration certificate, shall be filed at the head office of the company by 19.04.2023 at 16:00.

Shareholders registered on the reference date (05.04.2023) in the Shareholders' Register have the possibility to vote by mail, before the General Meeting of Shareholders, by using the vote by mail form.

The vote by mail form in original, written in Romanian or in English, together with the copy of the identity card or the shareholder's registration certificate, will be sent to the registered office of the company by 19.04.2023 at 16:00.

The special powers of attorney / forms of vote by correspondence accompanied by the shareholder's identity cards can be also sent by email with incorporated extended electronic signature, so that they can be registered with the company until the latest 15.04.2022 at 16.00 to the address asistent.manager@mecanicaceahlau.ro mentioning in the subject field "FOR THE GENERAL ORDINARY AND EXTRAORDINARY MEETING OF SHAREHOLDERS OF MECANICA CEHLAU SA from 20/21.04.2023"

The information, materials and documents relating to the items on the agenda and the draft decisions, will be made available to the shareholders at the registered office of the company and on its website www.mecanicaceahlau.ro as of 20.03.2023, in both Romanian and English.

The forms of the special powers of attorney as well as the vote by mail form will be made available to the shareholders at the registered office of the company and on its website www.mecanicaceahlau.ro as of 20.03.2023, in both Romanian and English.

Voting will start on 06.04.2023

One or more shareholders that own, individually or together, at least 5% of the share capital, have the right to insert new items on the agenda of the Ordinary or Extraordinary General Meeting of Shareholders, provided that each item is accompanied by a justification or a draft resolution proposed for adoption by the general meeting. The proposals shall be sent in writing to the company by 28.03.2023, at 16:00. Also, one or several shareholders that own, individually or together, at least 5% of the share capital, are entitled to submit draft resolutions for the items included or proposed to be included on the agenda of the general meeting. The draft resolutions shall be sent in writing by 28.03.2023 at 16:00.

Shareholders may submit, in writing, questions on items on the agenda of the General Meeting from 20.03.2023 and until 19.04.2023, at 16:00.

If, at the first convocation, the legal and statutory quorum necessary to carry out the Ordinary and Extraordinary General Meeting of Shareholders is not fulfilled, the following meeting of the ordinary and extraordinary general meetings of shareholders will take place on **21.04.2023**, with the same agenda, at the same place and at the same time. Additional information can be obtained from company's headquarters and by telephone at 0233-211104, extension 117, or by e-mail: asistent.manager@mecanicaceahlau.ro

Chairman of the Board of Directors

Trifa Aurelian-Mircea-Radu