

**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: 30/05/2023

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 Shareholders and Resolutions approved**

**1a. The Ordinary General Meeting of Shareholders and Resolutions approved**

The Ordinary General Meeting of the Shareholders of the company “MECANICA CEAHLAU” S.A. was held on the first convening, i.e., 30/05/2023, 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 Ordinary General Meeting of Shareholders held on 30/05/2023**

**Resolution No. 1**

**Sole Article: It is hereby approved** that the secretariat of the Ordinary General Meeting of Shareholders from among the shareholders, in compliance with the provisions of Law 31/1990, article 129, paragraph (2):

1. Ilie Mihailescu

The resolution is hereby adopted with 224,339,591 votes in favour, i.e., 100.00 % of the total shares represented in the Ordinary General Meeting of Shareholders.

**Resolution No. 2**

**Art. 1 It is approved** the general remuneration limits shall be approved for administrators and directors of the company for 2023, as follow:

For administrators, the limits established by the Ordinary General Meeting of Shareholders from 22.11.2021 shall be kept.

For executive directors the monthly pay limits in 2023, net amounts, will be as follows:

- For CEO.....EUR 4,000;
- For Sales Manager.....RON 11,500;
- For Economic Manager.....RON 11,500;

The denomination in lei will be made at the Euro-leu exchange rate of the NBR on the date of payment

Depending on the degree in which the performance indicators are met, collective and individual, at the end of 2023, the Board of Directors will grant a variable remuneration to the directors, but this remuneration is situated between the following limits:

- a) Awards - in the limit of 5% from the salary fund or achieved allowances, while conforming with the Budget of incomes and expenses approved by the Ordinary General Meeting of Shareholders.
- b) Annul individual bonuses, as participations to the benefit plans, situated at a level of maximum 9 salaries, if the established performance indicators are met.

**Art. 2.** Entrustment of the Board of Directors to negotiate and conclude management contract/addendum to it with the executive directors and to ensure the retribution in the limits established by the Ordinary General Meeting of Shareholders.

The resolution is hereby adopted with 224,339,591 votes in favour, i.e., 100.00 % of the total shares represented in the Ordinary General Meeting of Shareholders

### **Resolution No. 3**

**Sole Article: It is approved** the prescription of the dividends for the financial year 2019 established by the AGM of 22.04.2020, not paid until 13.07.2023 and their registration in the company's accounts according to the applicable regulations.

The resolution is hereby adopted with 224,339,591 votes in favour, i.e., 100.00 % of the total shares represented in the Ordinary General Meeting of Shareholders.

### **Resolution No. 4**

**Sole Article:** Empowerment of the General Manager's power to carry out all the necessary documents for the registration of the OGMS decision to National Trade Register Office and taking steps to ensure the publicity of the adopted decisions. The General Manager may also mandate other persons to perform the previously mentioned records.

The resolution is hereby adopted with 224,339,591 votes in favour, i.e., 100.00 % of the total shares represented in the Ordinary General Meeting of Shareholders

### **Resolution No. 5**

**Sole Article:** It is hereby approved that the date of 30.06.2023 (ex-date 29.06.2023) shall be set as the date for the identification of the shareholders that are to benefit from rights and who are to be subject to the effects of the resolutions adopted by the Ordinary General Meeting of Shareholders

The resolution is hereby adopted with 224,339,591 votes in favour, i.e., 100.00 % of the total shares represented in the Ordinary General Meeting of Shareholders

## **1.b. The Shareholders' Extraordinary General Meeting and Resolutions approved**

The Extraordinary General Meeting of the shareholders of the company "MECANICA CEAHLAU" S.A. was held on the first convening, i.e., 30/05/2023, 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 30/05/2023**

### **Resolution No. 1**

**Sole Article:** 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):

1. Ilie Mihailescu

The resolution is hereby adopted with 224,339,591 votes in favor, i.e., 100.00 % of the total shares represented in the Extraordinary General Meeting of Shareholders.

### **Resolution No. 2**

**Sole Article: It is ratifying** the Resolution of the Board of Directors no. 1 of 13.04.2023, at the request of Banca Transilvania, for the extension and increase of the counter-guarantee letter and the contracting of a credit line, representing 16.84% of the total fixed assets of the company less receivables.

The resolution is hereby adopted with 224,339,591 votes in favor, i.e., 100.00 % of the total shares represented in the Extraordinary General Meeting of Shareholders.

### **Resolution No. 3**

**Sole Article: It is approving** the purchase of a MIG/MAG robotic welding system for a maximum amount of 250.000 Euro plus VAT.

The resolution is hereby adopted with 224,339,591 votes in favor, i.e., 100.00 % of the total shares represented in the Extraordinary General Meeting of Shareholders.

### **Resolution No. 4**

**Art. 1. It is hereby approved** to contract a financial loan/leasing of a maximum amount of 200.000 Euro for the financing of the robotic welding system.

**Art. 2.** The granting of a mandate for the negotiation and signing of all the necessary documents for the purpose of implementing the decisions adopted by this Decision to Mr. MOLESAG SORIN-ION, as General Manager, being the person empowered to represent the Company with full and unlimited powers in the relationship with the Bank or with the leasing company and with any other third institutions/persons involved, including before the Notary Public, being authorized to carry out any necessary formalities, to present, negotiate and sign any necessary documents, his signature being fully binding on us and on the Company.

The resolution is hereby adopted with 224,339,591 votes in favor, i.e., 100.00 % of the total shares represented in the Extraordinary General Meeting of Shareholders.

### **Resolution No. 5**

**Art. 1.** The participation in the competition of the National Recovery and Resilience Plan (NRRP), for the realisation of a new capacity for the production of electricity from renewable energy sources of up to 4.99 MWh, is approved.

**Art. 2.** The Board of Directors is hereby empowered to carry out the present resolution, including to establish the budget for the implementation of the project, to contract third parties to carry out the feasibility study of the investment project.

The resolution is hereby adopted with 224,339,591 votes in favor, i.e., 100.00 % of the total shares represented in the Extraordinary General Meeting of Shareholders.

### **Resolution No. 6**

**Sole Article: It is approving** the cumulative level of guarantees with a total book value of 4,768,880 lei, representing a cumulative percentage of 21.78% of the company's total fixed assets less claims.

The resolution is hereby adopted with 224,339,591 votes in favor, i.e., 100.00 % of the total shares represented in the Extraordinary General Meeting of Shareholders.

### **Resolution No. 7**

**Sole Article:** Empowerment of the General Manager's power to carry out all the necessary documents for the registration of the EGMS decision to National Trade Register Office and taking steps to ensure the publicity of the adopted decisions. The General Manager may also mandate other persons to perform the previously mentioned records.

The resolution is hereby adopted with 224,339,591 votes in favor, i.e., 100.00 % of the total shares represented in the Extraordinary General Meeting of Shareholders.

### **Resolution No. 8**

**Sole Article:** It is hereby approved that the date of 30.06.2023 (ex-date 29.06.2023) shall be set as the date for the identification of the shareholders that are to benefit from rights and who are to be subject to the effects of the resolutions adopted by the Extraordinary General Meeting of Shareholders.

The resolution is hereby adopted with 224,339,591 votes in favor, i.e., 100.00 % of the total shares represented in the Extraordinary General Meeting of Shareholders.

President of the Board of Directors

Trifa Aurelian-Mircea-Radu