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 Nº 5/2018 of ASF

Report date: 29/12/2025

Issuing entity: Mecanica Ceahlău SA

Registered Office: Municipality of Piatra Neamt, Str. Dumbravei, Nº 6

Phone/Fax: 0233/211104; 0233/216069

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

Register of Commerce Incorporation Nº: 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., 29/12/2025, 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 29/12/2025

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 sale of the asset owned by the Company is hereby approved, located in Piatra Neamț, Dumbravei Street no. 6, Neamț County, with a total surface area of 65,462 sq.m., consisting of three plots of land, identified as follows:

- **Intravilan land** with a total area of **12,723 sqm**, land use category "building yards", together with the constructions erected thereon, identified with cadastral number **53993**, registered in Land Book No. **53993** of Piatra Neamț;
- **Intravilan land** with a total area of **40,686 sqm**, land use category "building yards", together with the constructions erected thereon, identified with cadastral number **57199**, registered in Land Book No. **57199** of Piatra Neamț;
- **Intravilan land** with a total area of **12,053 sqm**, land use category "building yards", together with the constructions erected thereon, identified with cadastral number **57206**, registered in Land Book No. **57206** of Piatra Neamț.

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 sale price of the asset referred to in point 2 is hereby approved, provided that it shall not be lower than the value determined pursuant to the valuation report prepared by an independent ANEVAR-authorized evaluator

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 Board of Directors is hereby mandated to establish the procedure for the sale of the asset described in point 2, to negotiate the sale price and the documents related to the transaction, to implement the resolutions of the Extraordinary General Meeting of Shareholders (EGMS), and to empower the Chief Executive Officer to sign the transaction documents, including any other documents necessary for the completion of the sale of the asset, under the terms and conditions established by the Board of Directors.

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 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. 6

Article 1. The Meeting approves **29.01.2026 (**ex-date **28.01.2026**) 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 **29/12/2025**, 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 29/12/2025

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 main directions of activity and the Revenue and Expenditure Budget for the year 2025 are hereby approved, with the following key indicators:

	(lei milions)
• Turnover	34,47
• Total revenues	34,62
• Total expenses	(31,78)
• Net profit (loss)	(0,10)

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 termination of the mandate of the financial auditor Deloitte Audit S.R.L. is hereby approved, by secret ballot, exclusively for the purposes of registration with the National Trade Register Office, effective as of 1 January 2026.

Article 2. The appointment, by secret ballot, of **ERNST & YOUNG ASSURANCE SERVICES S.R.L.**, with its registered office in Bucharest, Ion Mihalache Boulevard no. 15–17, Bucharest Tower Center building, 21st floor, District 1, registered with the Trade Register under no. J1999005964400, sole registration code 11909783, as the Company's financial auditor, is hereby approved for a two-year term, starting on 1 January 2026 and ending on 31 December 2027.

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 term of the financial audit agreement is hereby approved for a period of two years, commencing on 1 January 2026 and ending on 31 December 2027, as well as the object of the agreement, namely the audit of the financial statements for the financial years ending on 31 December 2026 and 31 December 2027.

Article 2. The authorization of the Chief Executive Officer to sign, on behalf of the Company, the financial audit agreement is hereby approved.

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

Resolution no. 5

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. 6

Article 1. The Meeting approves **29.01.2026 (**ex-date **28.01.2026**) 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

