SPECIAL POWER OF ATTORNEY
Requested by the Board of Directors of Mecanica Ceahlău SA

The undersigned _____ identified with CNP/CUI_____ holder of _____ shares issued by Mecanica Ceahlău SA (representing_____% of the total number of shares) giving me the right to_____ votes in the Extraordinary General Meeting of Shareholders (representing_____% of the total number of the voting rights) I hereby appoint

_____
(first and last name, address and CNP of the representative chosen by the holder of securities)
or [1]

_____
(first and last name, address and CNP of the representative chosen by the holder of securities)

As my representative in the Extraordinary General Meeting of Shareholders to be held on December 29, 2025, at 11:00 a.m., at the Company's headquarters located in Piatra Neamț Municipality, 6 Dumbravei Street, or, at the second convocation, on December 30, 2025, at the same time and in the same place (in the event that the first meeting cannot be held), to exercise the voting rights corresponding to my holdings registered in the consolidated shareholders' register of Mecanica Ceahlău S.A. as of December 15, 2025 (the reference date), as follows:

Point 1

It is approved the election of the secretariat of the EGMS meeting between the company's shareholders, in accordance with the provisions of Article 129, paragraph (2) of Law no. 31/1990 on companies, in the person of Mr. Mihailescu Ilie

For ☐ Against ☐ Abstention ☐

Point 2

Article 1 Approves the sale of the asset owned by the Company, located in Piatra Neamț, 6 Dumbravei Street, Neamț County, with a total area of 65,462 sqm, consisting of three plots 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.

For ☐ Against ☐ Abstention ☐

[1] *Alternate representative if the first appointed cannot be present (CNVM Regulation 6/2009)*

Point 3

Article 1 Approves that the sale price of the asset described under item 2 shall not be lower than the price established in accordance with the valuation report prepared by an independent ANEVAR-authorized valuator.

For ☐ Against ☐ Abstention ☐

Point 4

Article 1 Approves the empowerment of the Board of Directors to establish the procedure for the sale of the asset described under item 2, to negotiate the price and the documents related to the transaction, to implement the resolutions of the Extraordinary General Meeting of Shareholders, and to authorize the Chief Executive Officer to sign the transaction documents, including any other documents necessary for the completion of the asset sale, under the terms established by the Board of Directors

For ☐ Against ☐ Abstention ☐

Point 5

Article 1 The **mandate of the Board of Directors**, as well as of its individual members, is hereby **approved** for the implementation of the resolutions adopted by the **Extraordinary General Meeting of Shareholders.**

Article 2 The **General Manager** is hereby **authorized**, with the right of substitution, to carry out all legal procedures and formalities and to sign any documents necessary for the implementation of the resolutions adopted by the **Extraordinary General Meeting of Shareholders,** including the formalities for publication and registration with the **Trade Register.**

For ☐ Against ☐ Abstention ☐

Point 6

Article 1 The date of **29.01.2026 (**ex-date **28.01.2025) is approved** as the date of identification of the shareholders who are to benefit from rights and on whom the effects of the EGMS decisions are reflected.
For ☐ Against ☐ Abstention ☐

First and last name[2]: **Signature**[3]:

✍_____ ✍_____

Date: ✍_____

[2] *First and Last Name of the individual shareholder or of the legal representative of the legal entity shareholder*
[3] *Handwritten signature of the individual shareholder or handwritten signature and stamp of the legal representative of the legal entity shareholder. Attach a copy of the signatory's ID and documents certifying the capacity of legal representative (for legal entities - confirmation of company details issued by the Trade Register or another competent authority)*

CLARIFICATIONS ON FILLING IN THE SPECIAL POWER OF ATTORNEY

Dear shareholders, when sending the voting right through Special Power of Attorney, please consider the following:

a. Fill in the identification data of the shareholder according to the ID: first and last name, Personal Identification Number (CNP) for individuals or the name and the unique registration code for legal entities;
b. Choose to appoint by the owner of shares an individual to fulfill the capacity of agent of the owner of shares registered in the consolidated register of shareholders on the reference date. Individuals appointed as agent by the owner of shares may be persons other than shareholders, except for directors, managers and officials of the company.
c. Read the agenda, review the content of the informative materials and write the vote for each item of the agenda, by checking **X** in the space corresponding to the voting decision: *"for"; "abstention"; "against".*

The Special Power of Attorney shall be filled in in three identical originals by the **principal shareholder** in all the fields; an original will remain with the principal, one original will be handed over to the agent and an original with the signature of the principal and a copy of the ID or certificate of registration of the represented shareholder shall be submitted to the headquarters of **MECANICA CEAHLAU S.A. or sent by e-mail at the address** asistent.manager@mecanicaceahlau.ro, **by 27.12.2025, at 15:00**, for validation, after confronting the data in the Consolidated Register of Shareholders on the reference date – **15.12.2025**.
In order to send the special powers of attorney and the accompanying documents by mail or any form of delivery, the following requirements shall be met:
•The Special Power of Attorney, filled in and signed in original by the shareholder shall be introduced in an envelope and the following shall be mentioned in clear script and with capital letters: "Special Power of Attorney - first and last name/name of the shareholder, CNP/CUI";
• The above-mentioned envelope, together with the remaining accompanying documents, shall be sent to the company in an envelope mentioning in clear script and with capital letters "FOR THE EGMS".
The special powers of attorney authenticated by a public notary shall be submitted with the authentication report in original.

The special power of attorney can also be sent by e-mail with the extended electronic signature incorporated, so that it can be registered with the company until the latest 27.12.2025 at 15.00 to the address asistent.manager@mecanicaceahlau.ro mentioning in the subject field "FOR THE GENERAL EXTRAORDINARY MEETING OF SHAREHOLDERS OF MECANICA CEAHLAU SA from 29/30.12.2025"
The special power of attorney is valid only for the EGMS for which it was given and does not entitle the agent to dispose of the shares, which are and shall remain the full ownership of the shareholder.
Access in the meeting room for shareholders or agents shall be possible based on a valid ID. For legal entity shareholders, access of their representatives or agents shall be made based on a valid ID and Special Power of Attorney stamped and signed by the legal representative of the legal entity.