

EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF MECANICA FINA S.A.
RESOLUTION DRAFT FOR THE AGENDA ITEMS

RESOLUTIONS OF THE EXTRAORDINARY GENERAL MEETING
OF THE SHAREHOLDERS OF THE COMPANY MECANICA FINA SA
ADOPTED AT THE MEETING OF APRIL 25, 2024

The Extraordinary General Meeting of Shareholders of the company Mecanica Fina SA, legally / statutorily held on 25.04.2024 at the company's headquarters in Bucharest, sector 2, Popa Lazar street no. 5 - 25, attended by shareholders registered in the register of shareholders on the reference date 12.04.2024, holders of a total number of xxx shares representing the same number of votes out of a total number of 3,705. 956 shares with a nominal value of 2.50 lei, i.e. xxx% of the total share capital and xxx% of the total voting rights corresponding to a total of 3,705,250 voting shares,

RESOLVES

Art. 1 With the unanimity of the votes of the shareholders present (with xxx% votes in favour, xxx votes against and xxx abstentions) and without recording "abstain" options (with the recording of xxx "abstain" options),

Approves/rejects the delegation of powers to the Board of Directors regarding the decision to increase the subscribed share capital, through one or more issues of shares and for a period of 3 years from the date of this resolution, with a maximum nominal value not exceeding half of the subscribed share capital existing at the time of authorization, i.e. 4,632,445 lei (authorized capital), exclusively for the purpose of financing the company's development strategy. On the basis of this delegation, the Board of Directors will take any decision on any of the terms and conditions of any issue, including but not limited to the amount by which the share capital will be increased, the issue premium, the subscription period, etc.

Art. 2. Subject to the approval of item 1 on the agenda of the AGM, with the unanimity of the votes of the shareholders present (with xxx% votes in favour, xxx votes against and xxx abstentions) and without recording "abstain" options (with the recording of xxx "abstain" options),

approves /rejects the delegation to the Board of Directors of the power to decide to waive the pre-emptive right in any share capital increase operation to be decided by the Board of Directors under the conditions set forth in the same item 1 of the agenda.

Art. 3. Subject to the approval of items 1 and 2 on the agenda of the AGM, with the unanimity of the votes of the shareholders present (with xxx% votes in favour, xxx votes against and xxx abstentions) and without recording "abstain" options (with the recording of xxx "abstain" options),

approves/rejects the updating of the Articles of Association of the Company so that they include the resolution delegating powers to the Board of Directors regarding the decision to increase the share capital up to the authorized capital with the possibility of waiving the pre-emptive right under the terms of this resolution, as follows:.

Article 12 of the Articles of Incorporation in force on the date of this Resolution shall be supplemented by the following paragraph (7):

"(7) By the resolution of the General Meeting of Shareholders, the Board of Directors is delegated to exercise the powers regarding the decision to increase the subscribed share capital, through one or more issues of shares and for a period of 3 years from the date of signing the updated Articles of Association, with a maximum nominal value not exceeding half of the subscribed share capital existing at the time of authorization, i.e. 4,632,445 lei (authorized capital), exclusively for the purpose of financing the company's development strategy. The Board of Directors may decide to waive the pre-emptive right in any operation to increase the share capital subject to the resolution of the Board of Directors within the limit of the authorized capital."

Art. 4 In accordance with the provisions of Article 87 of Law no. 24/2017 on issuers of financial instruments and market operations and Article 2 paragraph (2) letter "I" of FSA Regulation no. 5/2018 on issuers of financial instruments and market operations, with the unanimity of the votes of the shareholders present (with xxx% votes in favour, xxx votes against and xxx abstentions) and without recording "abstain" options (with the recording of xxx "abstain" options),

Approves / Rejects, the date of 16.05.2024 as the date of registration of the shareholders on whom the effects of the resolutions adopted at the meeting of the ordinary general meeting of shareholders held on 25.04.2024, and as "ex date", the date of 15.05.2024.

Art. 5 Following the vote expressed at the meeting held on 25.04.2024, with xxx% votes in favour, xxx votes against and xxx abstentions) and without recording "abstain" options (with the recording of xxx "abstain" options)

Approves / Rejects the mandate of the Managing Director of the company, with the possibility of substitution, to sign the resolutions of the present general meeting as well as all documents/documents, contracts, applications, forms, requests and the like, adopted/drawn up for the purpose and for the execution of the resolutions adopted by the general meeting, in relation to any private or public natural or legal person and to carry out all legal formalities for the registration, publicity, enforceability and execution/implementation and publication of said resolutions

General Manager

Mollo Sergio