

**PROJECT OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS
OF REMARUL 16 FEBRUARIE S.A.**

From 29/ 30.04.2024

The General Extraordinary Meeting of Shareholders (hereinafter "EGMS") of REMARUL 16 FEBRUARIE S.A., a company based in a one tier corporate model, registered at the Trade Registry of Cluj Court under number J12/1591/1992, fiscal identification code 201373, with headquarters in Cluj-Napoca, Str. Tudor Vladimirescu, nr. 2-4, jud. Cluj, with subscribed and paid up capital amounting 5.113.007,5 lei, divided into 2.045.203 registered shares, with nominal value 2.5 lei each (hereinafter the "Company"), Convened by convening notice published in the Official Gazette of Romania, Part IV, no. / and in the newspaper "....." from, held on 29/ 30.04.2024, at 12:00, at the company's headquarters, at the first / second convocation, in the presence of the shareholders representing % of the share capital and % of the total voting rights, representing a total of shares, decides on the items on the agenda of the meeting as follows:

Art. 1. It is approved/It is rejected the increase in the share capital of the company UZINA DE VAGOANE AIUD SA, registered at the ORC under no. J01/565/2011, CUI 11556290, with the amount of 1,600,027.44 lei, through a cash contribution and the conversion of some receivables into shares, from the amount of 495,700 lei to a maximum amount of 704,690 lei, through the issuance of a number of 83,596 shares new at a subscription price of 19.14 lei/share, of which 2.5 lei represents the nominal value and 16.64 lei/share represents the issue premium.

The total value of the subscriptions will be a maximum of 1,600,027.44 lei, of which 208,990 lei will represent the contribution to the share capital of the company UZINA DE VAGOANE AIUD SA, and 1,391,0337.44 lei will represent the issue premium.

Valid votes exerted by present shareholders representing % of the share capital and a number of shares, of which for and against.

Abstentions

Art. 2. It is approved/It is rejected the that the subscription of the newly issued shares by the shareholders should be done equally by the two shareholders, proportional to their contribution to the increase of the share capital.

Valid votes exerted by present shareholders representing % of the share capital and a number of shares, of which for and against.

Abstentions

Art. 3. It is approved/It is rejected the participation of the company REMARUL 16 FEBRUARIE SA in the capital increase of the company UZINA DE VAGOANE AIUD SA through the conversion into shares of a claim in the amount of a maximum of 800,013.72 lei, as well as the approval of the participation of the minority shareholder REMARUL ENGINEERING SRL, registered at the ORC under no. J12/3414/2012, CUI 31041493, to increase the share capital of the company UZINA DE VAGOANE AIUD SA through a cash contribution in the amount of a maximum of 800,013.72 lei.

Valid votes exerted by present shareholders representing % of the share capital and a number of shares, of which for and against.

Abstentions

Art. 4. It is approved/It is rejected the share capital of the company UZINA DE VAGOANE AIUD SA resulting from the aforementioned, as follows:

Total share capital in the amount of 704,690 lei divided into 281,876 shares, of which:

- REMARUL 16 FEBRUARIE SA - 240,066 shares, worth 2.5 lei each, in total value of 600,165 lei, representing 85.167% of the share capital;

- REMARUL ENGINEERING SRL – 41,810 shares, worth 2.5 lei each, in total value of 104,525 lei, representing 14.833% of the share capital;

The share of participation in benefits and losses will be directly proportional to the percentage held in the social capital.

Valid votes exerted by present shareholders representing % of the share capital and a number of shares, of which for and against.

Abstentions

Art. 5. It is approved/It is rejected the updating of the Constitutive Act of the company UZINA DE VAGOANE AIUD SA, in accordance with the above provisions and its submission to the Trade Registry Office.

Valid votes exerted by present shareholders representing % of the share capital and a number of shares, of which for and against.

Abstentions

Art. 6. It is approved/It is rejected the mandate of the board of directors of the company REMARUL 16 FEBRUARIE SA to update the evaluation report of the company UZINA DE VAGOANE AIUD SA on the reference date 31.12.2023, as well as the approval of the preparation by an independent accounting expert of a receivables certification report in order to performing the above operations.

Valid votes exerted by present shareholders representing % of the share capital and a number of shares, of which for and against.

Abstentions

Art. 7. It is approved/It is rejected the It is approved/It is rejected 21.05.2024 as registration date, respectively the date which serves to identify the shareholders who shall be subject of EGMS's decisions and 20.05.2024 as ex date.

Valid votes exerted by present shareholders representing % of the share capital and a number of shares, of which for and against.

Abstentions

Art. 8. It is approved/It is rejected mandating the President of the Administrative Council / the president of the meeting to sign on behalf and for all the shareholders the decisions taken, and any documents required by the adopted decisions to accomplish all the legal formalities to carry out the decisions, without limitation to: publication in the Official Gazette, submit / obtain applications and other documents having as gold the registration / and than to obtain the Decisions at / from ORC Cluj and wherever necessary.

Valid votes exerted by present shareholders representing % of the share capital and a number of shares, of which for and against.

Abstentions

President of the Board,

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