

**PROJECT OF  
THE ORDINARY GENERAL MEETING OF SHAREHOLDERS  
OF REMARUL 16 FEBRUARIE S.A.  
From 13/13.09.2024**

The General Meeting of Shareholders (hereinafter "OGMS") 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 12.09.2024, at 11 A.M., or on 13.09.2024, at 11 A.M, 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 addition of the investment program related to the year 2024 in the total amount of 20,389,500 lei, approved according to OGMS decision no. 1/29.04.2024, with a maximum amount of 50,000,000 euros, in order for the company to purchase no more than 50 units of new / used (second-hand) rolling stock.

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

**Art. 2.** It is approved/It is rejected the date of 02.10.2024 as the "registration date", respectively the date used to identify the shareholders on whom the OGMS decision will be applied and the date of 01.10.2024 as the 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. 3.** It is approved/It is rejected the mandate of the President of the Board of Directors or the President of the meeting to lead 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 goal 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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