

## **NOTICE FOR ORDINARY AND EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS**

The Board of Directors of the company REMARUL 16 FEBRUARIE S.A. having its headquarters in Cluj-Napoca, str. Tudor Vladimirescu, no. 2-4, registered with the Cluj Trade Register Office under no. J1992001591124, unique registration code 201373, meeting in a working session on 23.03.2026, convenes the Ordinary General Meeting of Shareholders (OGMS) and the Extraordinary General Meeting of Shareholders (EGMS) for 29.04.2026 at 11:00 and 12:00, respectively, at the company's headquarters, for all shareholders registered in the Shareholders' Register at the end of 22.04.2026, considered the reference date, and who have the right to participate and vote in the general meetings.

If the quorum requirements are not met on 29.04.2026, the OGMS and EGMS meetings will be held on 30.04.2026, at 11:00 and 12:00, respectively, in the same place, with the same agenda

### **The convening of the Ordinary General Meeting of Shareholders has the following agenda:**

1. Presentation and approval of the Management Report of the Board of Directors regarding the economic and financial results of the company REMARUL 16 FEBRUARIE S.A. for the year 2025, according to ASF Regulation no. 5/2018.
2. Approval of the annual financial statements and the profit and loss account for the financial year 2025 and the distribution of the profit for the year 2025 to cover the losses from previous years.
3. Approval of the report of the external financial auditor SC ELF EXPERT SRL, J40/5810/2000, fiscal code 13130754, for the financial year 2025.
4. Approval of the income and expenditure budget and the investment program for 2026.
5. Approval of the discharge of the company's administrators and directors for 2025 and ratification of the contracts concluded by the company in 2025.
6. Confirmation of the position of administrator member of the company's board of directors of Mr. Calin Mitica, appointed provisional administrator by Decision of the Board of Directors no. 2 of 16.12.2025 and setting the term of office at 4 years starting with the date of the OGMS meeting.
7. Approval of the remuneration of Mr. Calin Mitica as administrator member of the company's board of directors, according to the provisions of the Ordinary General Meeting of

Shareholders Decision no. 2 of 29.04.2024, compensation applicable starting from the date of the OGMS meeting.

8. Approval of the date of 21.05.2026 as the "registration date", respectively the date that serves to identify the shareholders on whom the decisions of the OGMS will be reflected and of the date of 20.05.2026 as the "ex date".

9. Approval of the mandate of the chairman of the board of directors or the chairman of the meeting to chair the meeting, to sign on behalf of the shareholders the decisions adopted, as well as any documents imposed by the decisions adopted, to draw up all legal formalities related to the implementation of the decisions, without being limited to: publication in the Official Gazette of Romania, filing/receiving applications and other documents for the purpose of carrying out the operations of registration/receiving the decisions in the Cluj Trade Register and wherever necessary.

**The convening of the Extraordinary General Meeting of Shareholders has the following agenda:**

1. Approval of a ceiling of 100,000,000 lei for working capital loans that remain valid in 2026, for production financing, invoice-based loans, leasing, investment loans, installments for payment of debts to ANAF and suppliers and a ceiling of 75,000,000 lei for bank letters of guarantee, valid for the current financial year and respectively until the approval of the financial statements for 2026, and their guarantee by mortgaging fixed assets, by pledging inventories, fixed assets, shares, invoices or other guarantee funds operating in Romania.

2. Authorization of the persons designated by the board of directors to jointly sign, negotiate/assume and decide in the name and on behalf of the company any contractual clause (including, but not limited to: the repayment methods and repayment dates of the loan, extension of the loan term, conversion of the loan into another currency, modification of the loan collateral structure, establishment of the costs related to the loan, etc.) and to sign in the name and on behalf of the company: (i) the credit/factoring contract(s), mortgage contracts, movable/real estate collateral contracts, leasing contracts, any addendum to the credit/factoring contract(s) and to the movable/real estate collateral contracts, leasing contracts ii) any new movable/real estate collateral contract, as well as any document related to the operations regarding the credit facilities granted by the bank.

3. Approval of the sale of up to the book value of 12,000,000 lei of assets including, but not limited to, rolling stock, cars, decommissioned fixed assets, etc.

4. Approval of the purchase of fixed assets according to the approved investment program for 2026.
5. Authorization of the board of directors to conclude partnerships with research organizations regarding the preparation, contracting and implementation of the investment project, the allocation of the necessary funds and obtaining loans for this purpose, and the nomination of persons authorized to sign the financing application, the financing contract and other documents related to accessing financing and implementing the strategy and research projects.
6. Approval of the date of 21.05.2026 as the "registration date", respectively the date that serves to identify the shareholders on whom the EGMS decisions will be reflected and of the date of 20.05.2026 as the "ex date".
7. Approval of the mandate of the chairman of the board of directors or the chairman of the meeting to chair the meeting, to sign on behalf of the shareholders the adopted decisions, as well as any documents imposed by the adopted decisions, to draw up all legal formalities related to the implementation of the decisions, without being limited to: publication in the Official Gazette of Romania, filing/receiving applications and other documents for the purpose of carrying out the operations of registration/withdrawal of the decisions in the Cluj Trade Register and wherever necessary.

Shareholders representing, individually or together, at least 5% of the share capital have the right, within 15 days from the publication of the convening notice in the Official Gazette of Romania, to introduce items on the agenda and to submit draft resolutions for the items included or proposed to be included on the agenda by 11.04.2026. Shareholders may exercise these rights only in writing, with the documents being sent by courier services/electronic means.

Each shareholder has the right to ask the company questions regarding the items on the agenda of the meetings no later than 25.04.2026. Documents relating to the issues included on the agenda, including ballots for voting by correspondence, special proxies, draft resolutions can be consulted and purchased at the company's headquarters or on the website [www.remarul.eu](http://www.remarul.eu), starting with 27.03.2026.

Shareholders will be able to attend the general meeting in person, appoint a representative or vote by correspondence, and will prove their capacity under the conditions and with the documents provided for by ASF Regulation no. 5/2018. Shareholders may also be represented by persons other than shareholders, based on a special or general power of attorney/power of attorney.

The special power of attorney may be granted for representation in the general meeting and contains specific voting instructions from the shareholder granting it.

The shareholder may grant a power of attorney valid for a period not exceeding 3 years, allowing his representative to vote on all matters under debate at the general meeting of shareholders of one or more companies identified in the power of attorney, individually or through a generic formulation relating to a certain category of issuers, including with regard to dispositions, provided that the power of attorney is granted by the shareholder, as a client, to an intermediary defined in accordance with the provisions of art. 2 para. (1) point 19 of Law no. 24/2017 or to a lawyer.

Special or general powers of attorney/powers of attorney, as the case may be, shall be submitted at the company's headquarters or by electronic means, with the extended electronic signature attached, to the e-mail address: office@remarul.eu, by 26.04.2026. Within the same period, the ballots by correspondence completed and signed by the shareholder shall be submitted to the company's headquarters in person, by registered mail with acknowledgement of receipt indicating the sender's (shareholder's) address or by electronic means, with the extended electronic signature attached, to the e-mail address: office@remarul.eu.

The convening notice shall be published in the Official Gazette of Romania, Part IV, and in the local newspaper "Făclia", issues dated 27.03.2026

*Chairman of the Board of Directors*

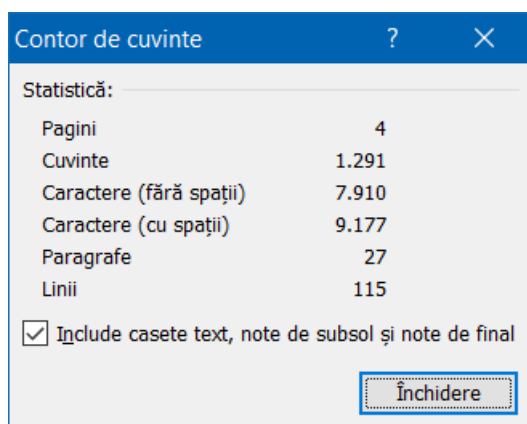
*Calin Mitica*

## ANEXA

la convocatorul AGOA/AGEA REMARUL 16 FEBRUARIE S.A.

din data de 29/30.04.2026

Subsemnatul CALIN MITICA, în calitate de Președinte C.A., declar că prezentul convocator conține **9.177** caractere cu spații, înscrise în contorul de cuvinte de mai jos.



Statistică:	
Pagini	4
Cuvinte	1.291
Caractere (fără spații)	7.910
Caractere (cu spații)	9.177
Paragrafe	27
Linii	115

Include casete text, note de subsol și note de final

Închidere

Semnatura:

Stampila