

ALUMIL ROM INDUSTRY SA

Headquarters: Bucharest, Sos.Bucuresti-Ploiesti, no 42-44, Complex Baneasa Business&Technology Park, A Building, A1 Wing, ground floor, district 1

Phone no.: 021 4243456, facsimile: 021 423 39 32

Unique Registration Code with the Trade Registry Office: RO10042631

Registration number with the Trade Registry: J40/8540/1997

Subscribed and integrally paid in: 6.250.000 lei

Regulated market where the issued transferable securities are transacted: Bucharest Stock Exchange, Equity securities – Standard Category

DRAFT RESOLUTION

Of the Extraordinary General Meeting of the Shareholders convened for 26.04.2024, hour 11:30 am, with the participation of a percentage of _____% of the share capital, with the observance of all legal and statutory provisions decided the following:

1. Approval of the amendment of the Constitutive Act of the Company as follows:

a) Article 15.2. shall be replaced by the following:

15.2. The Board of Directors is headed by the President or, in his absence, by any of the Vice-Presidents, having the same rights as the acting President.

b) Article 15.8. shall be replaced by the following:

15.8. The members of the Board of Directors, including the President, may delegate the powers of representation and/or decision to the directors of the Company appointed from or outside the Board of Directors. The President of the Board of Directors is entitled to delegate to the General Manager the representation and decision for the Company, within the limits provided by law and by this Constitutive Act.

c) Article 18.1. shall be replaced by the following:

18.1. The Board of Directors may delegate the management of the Company to one or more directors, appointing one of them as General Manager. Directors may be appointed from among the members of the board of directors or from outside the company's management body.

d) a new Article 18.2 shall be inserted with the following content:

18.2. The Board of Directors delegates the powers of representation and decision for the Company within the limits provided by law and this Constitutive Act to the General Manager who will act as the legal representative of the Company, having in this respect full representation powers of the Company.

(e) the remaining paragraphs of Article 18 shall be renumbered.

f) Article 18.6 (formerly 18.5) shall have the following content:

18.6. The General Manager shall have limited competencies as regards the decisional rights being limited to deeds whose value shall exceed the amount of Euro 10,000 or the equivalent in lei or other currency. Henceforth any decision exceeding this amount shall stand under the competence of the Board of Directors.

The limitation mentioned above does not affect representation deeds, including managing the Company's bank accounts, making (and/or signing) payments, handling cash transactions, conducting

foreign exchanges, and issuing payment or guarantee instruments on behalf of the Company and for all its activities, transactions on accounts and/or transactions relating to any use of credit agreements contracted by the Company not being subject to the limit indicated in the previous paragraph. These competencies will be exercised by the General Manager in his capacity as the Company's legal representative. The General Manager may delegate representation to other Directors, or persons employed by the company or from outside, under a valid mandate.

2. Approval of the extension of the Global Operating Ceiling credit facility, in the amount of EUR 2,000,000 contracted from Banca Transilvania SA, for a period of 24 months according to credit agreement no. 2/BWI/2014 and subsequent addenda, maintaining the guarantees already established and maintaining the mandate granted to Mr. Michail Sotiriou, by decision of the Board of Directors no. 03/21.04.2016, for signing all subsequent addenda, necessary for the extension of the credit facility at Banca Transilvania.
3. Approval of granting a mandate to Mr. Marius Ionita, General Manager and member of the Board of Directors of the Company in order to represent the Company with full powers before Banca Transilvania SA, in order to carry out in good conditions the contracted facility (from this banking institution), having the right to sign any additional act(s) subsequent to the credit agreement no. 2/BWI/2014, which may have as object, including, but not limited to, the extension of deadlines, restructuring, rescheduling, diminishing, modifying and supplementing the guarantee structure at the level of the necessary to be guaranteed according to negotiations with the bank, as well as any other documents necessary for the smooth running of the contracted credit facility.
4. Approval of the maintenance in progress and extension of the credit facility in the amount of EUR 1,600,000 contracted by the Company from OTP Bank Romania SA under credit agreement no. 6007/13.03.2014 with subsequent addenda, having as purpose the financing of current expenses as well as the extension with new credit periods, if applicable, with the prior approval of the Bank, until the full fulfilment of contractual obligations, as well as maintaining the guarantees provided for the reimbursement of this facility throughout the contract period.
5. Approval of granting a mandate to Mr. Marius Ionita, General Manager and member of the Board of Directors of the Company, in order to sign all the addenda necessary for the extension approved above, as well as for all subsequent addenda necessary for the extension of the credit facility at OTP Bank Romania SA and the revocation of the mandate granted to Mr. Michail Sotiriou following the revocation of the mandate of President of the Board of Directors and amendments to the Constitutive Act approved in item 1 of the agenda of this Extraordinary General Meeting.
6. Approval of granting a mandate to Mr. Marius Ionita, General Manager and member of the Board of Directors of the Company in order to represent the Company with full powers before OTP Bank Romania SA, in order to carry out in good conditions the contracted facility (from this banking institution), having the right to decide and sign any addendum(s) to the credit agreement no. 6007/13.03.2014 with subsequent addenda, including subsequent extensions, for a period of 4 years/48 months, under the suspensive condition of successive extension of the duration of the Credit identified in item 4 above, for signing the credit agreement(s), guarantee agreements (movable/real estate), all related addenda, promissory notes issued/endorsed/endorsed by the Company, as well as all applications, documents related to the fulfilment of this Decision and/or concern the credit referred to in item 4 hereof. The mandate is also granted for the establishment and notation of prohibitions of alienation, encumbrance, rental, dismantling and joining, construction and demolition, restructuring and arrangement on buildings provided under guarantee. Also, the mandate shall be considered given for any changes that will occur during

the loan period mentioned in this decision, regarding the credit and/or guarantee agreement related to them, concluded/to be concluded with OTP BANK ROMANIA SA, such as, but not limited to, the extension of the loan validity period, increases/decreases/restructurings of the loan amount, interest rate increases/decreases, establishment of new guarantees/their replacement or any other changes to the credit and/or guarantee ratio, the mandate being given until the full fulfilment of the contractual obligations.

7. Establishing the date of 08.07.2024 as the "registration date", the date that serves to identify the shareholders on whom the effects of the decision of the Extraordinary General Meeting of Shareholders are reflected;
8. Establishing the date of 05.07.2024 as the "ex date", the calendar date from which the shares of ALUMIL ROM INDUSTRY S.A., object of the Decision of the Extraordinary General Meeting of Shareholders, are traded without the rights deriving from that decision;
9. Mandate of Mr. Marius Ionita, General Manager, member of the Board of Directors, for signing, on behalf of shareholders, the decisions taken during the Extraordinary General Meeting of Shareholders and for carrying out all the formalities required by law for the registration and application of the adopted decisions, as well as for the valid signing, in the name and on behalf of the Company, of any contracts or other legal acts subsequent to these decisions, including the updated Constitutive Act of the Company.

Shareholders

By representative,