

**RESOLUTION nr...../ April 25/26<sup>th</sup> 2024  
OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS  
COMPA S.A. SIBIU COMPANY**

**D R A F T**

The Extraordinary General Meeting of Shareholders (EGMS) convened by the Board of Directors of COMPA S.A. Sibiu, assembled on April 25/26<sup>th</sup> 2024 at 16.00 (Romanian Local Time) in accordance with the law in force.

The work took place [during the first/second convocation] at the company's headquarters, fulfilling all publicity and quorum conditions of. Thus, at the participated in person / through a representative / by correspondence a number of ..... shareholders, having a number of ..... shares with voting rights, representing ..... % form total number of shares with voting rights of the share capital of COMPA S.A. (218,821,038 shares in the share capital of which ..... voting shares; Shares representing .....% of the share capital, are shares without voting rights, being shares repurchased by COMPA SA according to the Buy back program).

Having met the quorum provided for in Chapter VIII, paragraph (2) of the Articles of Association of the company, namely, "the presence of shareholders holding at least a quarter of the total number of voting rights", the meeting is legally constituted and it goes on with the presentation, debate and voting of the items provided in the completed agenda of the meeting, as announced in the call published in the Bursa newspaper from 12.03.2024, in the Tribuna newspaper from 13.03.2022, in the Official Gazette part IV of Nr. 1247/12.03.2024, on the company's website [www.compa.ro](http://www.compa.ro) on 11.03.2024, on [www.bvb.ro](http://www.bvb.ro) site on 8.03.2024 and on [www.asfromania.ro](http://www.asfromania.ro) on 11.03.2024.

After debates concerning all points set out in the agenda, the following resolutions were adopted:

**Art. 1**

With ..... validly cast votes, corresponding to a number of... .. shares, representing... ..% of the total number of voting shares in the share capital and .....% of the total share capital, of which ..... votes cast "for", ..... votes cast "against" and... abstentions (if applicable), the E.G.M.S., by open vote, **approves / does not approve** the election from among the present shareholders of Mr. / Mrs. .... as secretary of the meeting.

**Art. 2**

With ..... validly cast votes, corresponding to a number of... .. shares, representing... ..% of the total number of voting shares in the share capital and .....% of the total share capital, of which ..... votes cast "for", ..... votes cast "against" and... abstentions (if applicable), the E.G.M.S., by open vote, **approves / does not approve** contracting and / or extension for the year 2024 and the year 2025 until the annual EGMS of investment loans, credit lines, leasing, letters of bank warantee, and other financial banking products, with a total cumulative ceiling of 40 EUR million and establishing security interests related to movable and immovable property owned by the Company

### Art. 3

With ..... validly cast votes, corresponding to a number of... .. shares, representing... ..% of the total number of voting shares in the share capital and .....% of the total share capital, of which ..... votes cast "for", ..... votes cast "against" and... abstentions (if applicable), the E.G.M.S., by open vote, **approves / does not approve** Delegation of the Board of Directors by the Extraordinary General Meeting of Shareholders from the date of this decision until the next Extraordinary General Meeting in April 2025 to commit and/or extend investment loans, credit lines, leasing assignments, letters of guarantee and other financial banking products, within the maximum cumulative total of 40 million euro approved at point 2, as well as to constitute movable and immovable warranties related to assets of the company's patrimony.

### Art. 4

With ..... validly cast votes, corresponding to a number of... .. shares, representing... ..% of the total number of voting shares in the share capital and .....% of the total share capital, of which ..... votes cast "for", ..... votes cast "against" and... abstentions (if applicable), the E.G.M.S., by open vote, **approves / does not approve** the empowerment of the CEO and CFO of the Company when negotiating and signing of credit contracts, guarantee contracts and any other documents needed in order to comply with the decisions stipulated in paragraphs 2 and 3.

### Art. 5

With ..... validly cast votes, corresponding to a number of... .. shares, representing... ..% of the total number of voting shares in the share capital and .....% of the total share capital, of which ..... votes cast "for", ..... votes cast "against" and... abstentions (if applicable), the E.G.M.S., by open vote, **approves / does not approve** Delegation of the Board of Directors by the General Extraordinary Meeting of Shareholders for appointing the company's legal representative of Compa S.A. in relation to the Management Authority/funding authorities and to empower the person / persons designated to sign in the name and on behalf the Company, the financing contracts for projects to be carried out starting in 2024 and onwards until the next E.G.M.S from April 2025.

### Art. 6

With ..... validly cast votes, corresponding to a number of... .. shares, representing... ..% of the total number of voting shares in the share capital and .....% of the total share capital, of which ..... votes cast "for", ..... votes cast "against" and... abstentions (if applicable), the E.G.M.S., by open vote, **approves / does not approve** mandating the CEO and the CFO to sign in the name and on behalf of the Company, the contract with the financial auditor, appointed according to the decision no. 9 of OGMS.

#### Art. 7

With ..... validly cast votes, corresponding to a number of... .. shares, representing... ..% of the total number of voting shares in the share capital and .....% of the total share capital, of which ..... votes cast “for”, ..... votes cast “against” and... abstentions (if applicable), the E.G.M.S., by open vote, **approves / does not approve** the empowering of the President of the Board of Directors of the Company to sign, in the name and on behalf of the Company, the management contract that will be concluded by the Company with the administrator elected according to decision no. 7 of the OGMS for carrying out his activity as a member of the Board.

#### Art. 8

With ..... validly cast votes, corresponding to a number of... .. shares, representing... ..% of the total number of voting shares in the share capital and .....% of the total share capital, of which ..... votes cast “for”, ..... votes cast “against” and... abstentions (if applicable), the E.G.M.S., by open vote, **approves / does not approve** the restriction of the object of activity of the company Compa S.A. by partially eliminating some of the economic activities and adding others, so that the updated object of activity will be the following, and chapter VI. The Object of Activity in the Articles of Association will have the following content:

Our main activity is:

293 - Manufacture of parts and accessories for motor vehicles

The main activity is:

2932 - Manufacture of other parts and accessories for motor vehicles

Secondary activities according to CAEN:

1624 - Manufacture of wooden containers

2433 - Cold forming or folding

2511 - Manufacture of metal structures and parts of structures

2512 - Manufacture of doors and windows of metal

2529 - Manufacture of other tanks, reservoirs and containers of metal

2550 - Forging, pressing, stamping and roll

2540 - Manufacture of weapons and ammunition

2561 - Treatment and coating of metals

2562 - Machining

2572 - Manufacture of locks and hinges

2593 - Manufacture of wire products; chain and springs

2594 - Manufacture of fasteners and screw machine products

2599 - Manufacture of other fabricated metal products n.e.c.

2790 - Manufacture of other electrical equipment

- 2813 - Manufacture of other pumps and compressors
- 2822 - Manufacture of lifting and handling equipment
- 2829 - Manufacture of other general n.e.c.
- 2830 - Manufacture of agricultural and forestry machinery
- 2841 - Manufacture of metal forming machinery
- 2849 - Manufacture of other machine tools n.e.c.
- 2899 - Manufacture of other special n.e.c.
- 2920 - Manufacture of bodies (coachwork) for motor vehicles; manufacture of trailers and semi-trailers
- 3311 - Repair of fabricated metal products
- 3312 - Repair of machinery
- 3317 - Repair and maintenance of other transport equipment n.e.c.
- 3319 - Repair of other equipment
- 3320 - Installation of industrial machinery and equipment
- 3511 - Production of electricity
- 3512 - Transmission of electricity
- 3513 - Distribution of electricity
- 3514 - Trade of electricity
- 3523 - Trade of gase through mains
- 3530 - Steam and air conditioning supply
- 3600 - Water collection, treatment and supply
- 3700 - Sewerage
- 3811 - Collection of non
- 3812 - Collection of hazardous waste
- 3821 - Treatment and disposal of non
- 3822 - Treatment and disposal of hazardous waste
- 3831 - Dismantling of wrecks
- 3832 - Recovery of sorted materials
- 4110 - Development of building projects estate
- 4120 - Construction of residential and non-residential
- 4299 - Construction of other civil engineering projects n.e.c.
- 4321 - Electrical installation
- 4322 - Plumbing, heat and air

4329 - Other construction installation

4339 - Other building completion and finishing

4391 – Roofing activities

4399 - Other specialised construction activities n.e.c.

4520 - Maintenance and repair of motor vehicles

4531 - Wholesale of motor vehicle parts and accessories

4532 - Retail trade of motor vehicle parts and accessories

4939 - Other passenger land transport n.e.c.

4941 - Freight transport by road

4942 - Removal services

4950 - Transport via pipeline

5210 – Warehousing and storage

5221 - Service activities for transportation

5224 - Cargo handling

5510 - Hotels and other similar accommodation

5520 - Holidays and short

5590 - Other accommodation

6810 - Buying and selling of own real estate

6820 - Renting and operating of own real estate

6832 – Management of real estate on a fee or contract basis

7021 - Public relations and communication activities

7022 - Business and other management consultancy activities

7112 - Engineering activities and related technical consultancy

7120 – Technical testing and analysis

7219 – Other research and development on natural sciences and engineering

7410 - Specialized design activities

7490 - Other professional, scientific and technical activities n.e.c.

7711 - Renting and leasing of cars and light motor vehicles

7739 - Renting and leasing of other machinery, equipment and tangible goods n.e.c.

7990 - Other reservation service and related activities

8129 - Other cleaning activities

8211 - Combined office administrative service activities

8219 - Photocopying, document preparation and other specialised office activities

8299 - Other business support service activities n.e.c.

8425 - Fire-service activities

8559 - Other education n.e.c. (qualification, re-qualification, training, specialization)

8560 – Education support services

9311 - Operation of sports facilities

9511 - Repair of computers and peripheral equipment

Export import with goods and services specified in the object of activity.

(1) The Company has the right to carry out, in accordance with the applicable law, all types of commercial, financial, movable and immovable property that are considered necessary or useful for the development, development and expansion of its object of activity.

(2) The Company has the right to participate, following the decision of the General Meeting of Shareholders, in other companies having the same object of activity or having a different object of activity.

(3) Based on the decision of the General Meeting of Shareholders, the scope of activity may be extended or restricted.

#### Art. 9

With ..... validly cast votes, corresponding to a number of... .. shares, representing... ..% of the total number of voting shares in the share capital and .....% of the total share capital, of which ..... votes cast "for", ..... votes cast "against" and... abstentions (if applicable), the E.G.M.S., by open vote, **approves / does not approve** the updating the articles of association of the company Compa S.A., considering the changes in the object of activity.

#### Art. 10

With ..... validly cast votes, corresponding to a number of... .. shares, representing... ..% of the total number of voting shares in the share capital and .....% of the total share capital, of which ..... votes cast "for", ..... votes cast "against" and... abstentions (if applicable), the E.G.M.S., by open vote, **approves / does not approve** the empowering of Mr. Ioan Deac, Chairman of the Board and Director General of Compa SA, to sign the updated articles of association of the company Compa S.A.

#### Art. 11

With ..... validly cast votes, corresponding to a number of... .. shares, representing... ..% of the total number of voting shares in the share capital and .....% of the total share capital, of which ..... votes cast "for", ..... votes cast "against" and... abstentions (if applicable), the E.G.M.S., by open vote, **approves / does not approve May 24th, 2024 as the Registration Date** for the shareholders identification falling under the consequences of the General Ordinary Meeting of Shareholders, due to

the provisions in Art.87, Law 24/2017 on issuers of financial instruments and market operations and approval of **May 23rd, 2024 as ex-date**, according to Art. 176(1) from FSA Regulation no.5 / 2018.

## Art. 12

**Art. 12.1.** With ..... validly cast votes, corresponding to a number of... .. shares, representing... ..% of the total number of voting shares in the share capital and .....% of the total share capital, of which ..... votes cast "for", ..... votes cast "against" and... abstentions (if applicable), the E.G.M.S., by open vote, **approves / does not approve** to mandate Mister Ioan Deac Chairman of the Board / CEO to: conclude and / or sign, on behalf of the company and / or shareholders the company General Assembly decisions, and any documents, forms and requests adopted / drawn up for the purpose or for the execution of decisions, in relation to any natural or legal person, private or public, to perform all legal formalities for registration, publicity, enforceability, execution and publication of adopted decisions.

**Art.12.2.** With ..... validly cast votes, corresponding to a number of... .. shares, representing... ..% of the total number of voting shares in the share capital and .....% of the total share capital, of which ..... votes cast "for", ..... votes cast "against" and... abstentions (if applicable), the E.G.M.S., by open vote, **approves / does not approve** the empowerment of ..... to perform all legal formalities for registration, publicity and publication of adopted decisions.

No "canceled" votes were recorded/ There have been ... "canceled" votes recorded.

Additional data and information are available at the company, phone +40 269 / 237 878, fax +40 269 / 212.204

Sibiu, March 25<sup>th</sup>, 2024

**Board of Directors, through  
Chairman & CEO,**

Ioan DEAC

**Vicepresident in the Board of Directors,**

Mihaela DUMITRESCU