

Societatea INDUSTRIA SÂRMEI CÂMPIA TURZII S.A.

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Extraordinary General Meeting of Shareholders

INDUSTRIA SARMEI CAMPIA TURZII S.A.

27 (28) december 2024

PROJECT OF DECISION 1

1. It is approved the amendment to the Constitutive Act, namely:

The title of the Constitutive Act shall be amended and shall have the following content:

„CONSTITUTIVE ACT OF THE COMPANY INDUSTRIA SÂRMEI CÂMPIA TURZII S.A.”

Article 10.B.1.1. shall be amended and shall have the following content:

„The company’s administration is carried out through the unitary system. The Board of Directors is made up of 3 members and exercises its powers for a 4-year mandate granted by the ordinary general meeting, with the possibility of renewing the mandate.

The Chairman of the Board of Directors is elected by the Board of Directors from among its members.

The members of the Board of Directors may be represented at the meetings of the respective body only by other members of the Board. A member present may represent only one absent member.”

Article 10.B.1.3. shall be amended and shall have the following content:

„The majority of the members of the Board of Directors shall be non-executive directors”

Article 10.B.6. shall be amended and shall have the following content:

„When a vacancy occurs in the Board of Directors, the General Meeting of Shareholders shall elect a new director to fill the vacancy. Until the convening of the General Meeting of Shareholders, the other directors, by majority, shall proceed to appoint a provisional director. The term for which the new director is elected by the General Meeting of Shareholders to fill the vacancy shall be equal to the period remaining until the expiration of the term of office of his predecessor.”

The rest of the clauses in the constitutive act remain unchanged.

2. Date 29.01.2025 is approved as the registration date and 28.01.2025 as "ex date".

3. It is approved the power of attorney of Mrs. Damian Raluca, legal advisor within the company, to sign the updated constitutive act of the company, to carry out all the necessary action in order to register the decisions of the Extraordinary General Meeting of Shareholders, to sign, submit and pick up any documents necessary to complete the formalities before the Trade Registry Office or any other competent authorities.