

în reorganizare judiciară, în  
judicial reorganisation, en  
redressement

As per Law no. 24/ 2017 and ASF Regulation no. 5/2018

Name of the issuing trading company: U.C.M. Resita S.A.

Registered office: Charles de Gaulle Square No. 15, Charles de Gaulle Plaza Building, 3<sup>rd</sup> Floor,  
Peles Office, Sector 1, Bucharest

Headquarters: Resita, Golului Street, no. 1, 320053, Caras-Severin County  
Phone: 0255/217111; Fax: 0255/232082

Phone: 0255/217111; Fax: 0255/223082

Unique registration code: 1056654

Number at the Trade Register Office Bucharest: J 40/13628/2011

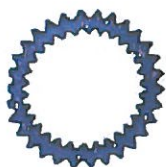
Subscribed and paid-up registered capital: 10,993,390.40 lei

The regulated market on which the issued securities are traded: EGMS convening

S.C. U.C.M. Resita S.A. informs the general public about the convening of the Extraordinary General Meeting of Shareholders (EGMS) for 16.04.2024, in accordance with the attached notice.

UCM RESITA SA- in reorganizare judiciara, in procedura de reorganizare sau redresament,  
Judicial Administrator,  
EURO INSOLVENCY SPRL in insolventa SPRL Consortium





# EURO Insol

Societate profesională de reorganizare și lichidare

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## CONVENING OF AGEA 16(17).04.2024

The subscribed, UCM Resita S.A. - in insolvency, en procedure collective ("The Company"), with the registered office located in Bucharest, Charles de Gaulle Square no. 15, Charles de Gaulle Plaza Building, 3<sup>rd</sup> Floor, Peles Office, Sector 1, by Official Trustee The Consortium formed by V.F. INSOLVENTA SPRL, with the headquarters in Bucharest, Bileștii Street, no. 9A, 7<sup>th</sup> Floor, Sector 1 and EURO INSOL SPRL, with the headquarters chosen for the communication of all procedural documents in Bucharest, Costache Negri Street no. 1-5, Opera Center One Building, 3<sup>rd</sup> Floor, Sector 5, in accordance with the provisions of the Law of Trading Companies no. 31/1990, republished, as amended and supplemented, the provisions of the Capital Market Law, the provisions of the Insolvency Law 85/2006, as amended and supplemented, and in accordance with the provisions of the Company's Memorandum of Association,

## CONVENE

The Extraordinary General Meeting of Shareholders ("EGMS") on 16.04.2024, at 12:00 PM at the administrative headquarters (office) of the Company located in Resita, Golului Street no. 1, Caras-Severin County, Romania, where are entitled to attend and vote all shareholders registered in the Register of Shareholders of the Company (Central Depository SA) at the reference date 04.04.2024, with the following agenda::

### Extraordinary General Meeting of Shareholders:

1. Revocation of the consortium formed by Mr. Aurel BĂRA and Mrs. Sorina Daniela POP from the function of special administrators of U.C.M. Resita S.A., following the resignation of Mr. Aurel BĂRA from the position of special administrator of the company UCM Resita S.A..
2. The proposal, debate and appointment of a new special administrator of the company UCM Resita S.A., according to the legislation in the field.
3. Approval of the date of 02.05.2024, as registration date for the identification of the shareholders on whom the effects of the decision of the Extraordinary General Meeting of Shareholders will have an impact.

If the legal quorum will not be met on 16.04.2024, the Extraordinary General Meeting of Shareholders will meet on 17.04.2024, at 12:00 PM, in the meeting room at the administrative headquarters of the company located in Resita, Golului Street no. 1, Caras-Severin County, keeping the same agenda.

The access of shareholders to the general meeting will be made by simple proof of their identity, with the identity card or the passport in case of shareholders - natural persons, plus the power of attorney in case of representatives - legal persons.



The identification requirements applicable for the shareholder - natural person and/or his representative and/or the legal representative/mandatory of the shareholder - legal person that asks questions related to items on the agenda of EGMS are:

**(a) In case of shareholders - natural persons:**

- To hold a copy of the identity document of the shareholder (BI or CI for Romanian citizens or passport for foreigners), allowing his identification in the Company's Register of Shareholders kept by SC Central Depository SA;
- Ascertainment as mandatory will be made based on the general power of attorney issued by the shareholder (the latter can be granted only to an "intermediary", observing the legislation of the capital market; or to a lawyer);
- As appropriate, power of attorney if the mandatory is a lawyer;
- Copy of the identity document of the mandatory or the representative of the mandatory - natural person (BI or CI for Romanian citizens or passport for foreigners), and

**(b) In case of shareholders - legal persons, by means of:**

- Certificate of incumbency, in original or certified copy, issued by the Trade Register or any other document, in original or certified copy issued by a competent authority of the State in which the shareholder is duly incorporated, with maximum three (3) months oldness with reference to the date of publication of this convening, allowing his identification in the Company's Register of shareholders kept by the Central Depository SA;
- Ascertainment / confirmation as legal representative will be made based on the list of shareholders on the date of reference, received from the Central Depository SA; however, if the shareholder / the person who has this obligation did not inform in good time the Central Depository SA about his legal representative (so that the Register of Shareholders to reflect this fact at the reference date), then the certificate of incumbency / similar documents mentioned above should do proof of the legal representative of the shareholder - legal person, a copy of the document which proves the position of legal representative of the person he represents;
- Ascertainment in position of representative / mandatory will be made based on the power of attorney issued by the shareholder or under the general power of attorney (the latter can be granted only to an "intermediary", observing the legislation of the capital market, or to a lawyer) or, if the shareholders are international organizations, under a general or special power of attorney (the latter can be granted only to an "intermediary", observing the legislation of the capital market, or to a lawyer) according to standard procedure used by that organization;
- As appropriate, power of attorney if the mandatory is a lawyer;
- Copy of the identity document of the legal representative mandatory (BI or CI for Romanian citizens or passport for foreigners).

The documents certifying the position as legal representative, which are drafted in a foreign language other than English, will be accompanied by translation in Romanian and/or English performed by an authorized translator.

The general and special power of attorney, drafted in Romanian or English, will be drawn in three originals (one for the company, one for the shareholder and one for the representative) and is obtained either from the company's administrative headquarters located in Resita, Golului Street no. 1, Caras-Severin County, personally or by fax, between 9:00 AM and 03:00 PM, or from the company's web page [www.ucmr.ro](http://www.ucmr.ro), paragraph "Information for shareholders" starting on 21.03.2024. The shareholders are required to state in the special power of attorney clear and specific instructions to vote for the person who represents them, for each item on the agenda.

After signing, the original copy of the general/special power of attorney for the company shall be submitted either personally or by mail, or courier to the administrative headquarters of the company located in Resita, Golului Street no. 1, Caras-Severin County, or will be sent by e-mail with extended electronic signature attached, according to the law to the address [contact@ucmr.ro](mailto:contact@ucmr.ro) until 16.04.2024, at 10:00 AM. The general/special power of attorneys which does not include, at least, the information mentioned in the form provided by the company or which are not submitted within the time and hour stipulated above are not binding on the company and cause loss of voting rights at the general meeting for which they were granted.

The shareholders registered at the reference date in the Register of Shareholders have the opportunity to vote by correspondence, before the general meetings, using the voting form by correspondence in Romanian or English, which can be obtained starting with 15.03.2024, either from the administrative headquarters of the company located in Resita, Golului Street no. 1, Caras-Severin County, personally or by fax, between 9:00 AM and 03:00 PM, or from the website [www.ucmr.ro](http://www.ucmr.ro). After filling in, the voting form by correspondence, in original, will be sent to the Company, at the administrative headquarters (office) of the Company located in Resita, Golului Street no. 1, Caras-Severin County, Romania, until the date of 16.04.2024, at 10:00 AM, under penalty of not taking them into account if they are received after the date and time announced. The filled in voting form by correspondence will have attached a copy of the identity card or passport for the shareholders-natural persons and a copy of the official documents (such as the certificate of incumbency, the memorandum of association or other evidence issued or registered at the competent authority) stating the position of legal representative of the shareholder - legal person, as applicable, and will be sent: (i) in original, by submission to the Registry of Company's administrative headquarters, (ii) in original, by mail or by courier with acknowledgment of receipt, to the administrative headquarters of the Company, or (iii) in electronic format with extended electronic signature, in compliance with Law no. 455/2001 on electronic signature, sent to the address [contact@ucmr.ro](mailto:contact@ucmr.ro).

The regulation on the procedure for voting by correspondence can be consulted by the shareholders interested at the company's administrative headquarters located in Resita, Golului Street no. 1, Caras-Severin County, or can be obtained by fax or e-mail from the company, upon request or on the company website [www.ucmr.ro](http://www.ucmr.ro).

One or more shareholders holding, individually or together, at least 5% of the registered capital has/have:

- The right to introduce new issues on the agenda of the General Meeting of Shareholders (EGMS), provided that each such issue is accompanied by a justification or a draft resolution proposed for adoption to the General Meeting (EGMS). These will be forwarded to the company's administrative headquarters located in Resita, Golului Street no. 1, Caras-Severin County, in writing, within the term provided by law from the date of the convening, respectively until 30.03.2024.
- The right to submit draft resolutions for issues included and/or proposed to be included on the agenda of the General Meeting of Shareholders (EGMS), right that can be exercised in writing by sending it to the administrative headquarters of the company located in Resita, Golului Street no. 1, Caras-Severin County, within the term provided by law from the date of the convening, respectively until 30.03.2024.

Each shareholder may ask questions in writing about the issues on the agenda, these will be submitted to the administrative headquarters of the company located in Resita, Golului Street no. 1, Caras-Severin County, together with copies of documents which allow identification of the

shareholder, up to date 30.03.2024. It is considered that an answer is given, if the pertinent information is available under the law.

The documents and materials targeting the issues on the agenda of EGMS, the draft resolutions and the voting forms by correspondence will be available to shareholders at the company's headquarters and on the website [www.ucmr.ro](http://www.ucmr.ro) starting with the date 15.03.2024.

Additional information, including information on the rights of shareholders, may be obtained by phone at 0742180267, fax 0255/223082 during working days between 10:00 AM and 1:00 PM.

*NOTE: Tacking in consideration the recommendations and measures ordered by the authorities for preventing/limiting the spread of COVID-19, the Company's management recommends to the shareholders to use the electronic methods of participation in the General Meeting of Shareholders by fax/email or post/courier, in order to submit the documents which are necessary to participate and to express the voting rights during the meeting. At the same time, we mention that all the forms required to participate in the General Meeting of Shareholders, along with materials for debate in the meeting, are posted in electronic format on the site of U.C.M. Resita S.A. at the section SHAREHOLDERS INFORMATION.*

UCM RESITA SA- *in insolventa, in insolvency, en procedure collective,*  
By Official Trustee,  
The Consortium formed by V.F. Insolventa SPRL an EURO INSOL SPRL

