CURRENT REPORT

prepared in accordance with the provisions of the Law no 24/2017 regarding issuers of securities and market operations, as republished and amended, and of ASF Regulation no. 5/2018

Date of report:	**19.09.2025**
Name of the issuing entity:	**MECANICA FINA S.A.**
Headquarters:	**București, 5-25 Popa Lazar St., 2nd District**
Telephone no:	**021/2520085**
Unique registration no.:	**655**
Serial number in the National Trade Register:	**J40/2353/1991**
Subscribed and paid-in share capital:	**9,264,890 lei**
Market:	**BSE - Main Regulated Market, Standard**
Trading ticker:	**MECE**

Event to report:

Mecanica Fina S.A. (the "Company") informs investors and other interested parties about the decision of the Board of Directors on September 18, 2025, to convene the **Extraordinary General Meeting of Shareholders of the Company on October 24, 2025**, as the first call, and on **October 25, 2025,** as the second call, in case the quorum requirements are not met for the first meeting.

Additional information regarding the agenda items of the general meeting, along with the related documents and materials, will be available on the Company's website at (https://mecanicafina.ro/relatii cu investitorii) starting **September 24, 2025**.

For further details regarding attendance and rights to the General Meeting, please contact us at the email address: office@mecanicafina.ro.

The full text of the Notice of Meeting, including the agenda and information regarding the rights of shareholders entitled to participate, is provided below.

CONVENING NOTICE

Pursuant to the provisions of Law no. 31/1990 on companies, the legislation regarding issuers of financial instruments and market operations (Law no. 24/2017, republished, and ASF Regulation no. 5/2018, with subsequent amendments and completions), and in accordance with the provisions of the Articles of Association,

MECANICA FINA S.A., a Romanian legal entity headquartered in Bucharest, District 2, Popa Lazar Street no. 5-25, registered with the Trade Registry Office - Bucharest Tribunal under no. J40/2353/1991, unique registration code 655, **through its Board of Directors**,

CONVENES

The **Extraordinary General Meeting of Shareholders (OGMS)** o**n October 24, 2025, at 10:00 AM (first call) at the company's headquarters** in Bucharest, District 2, Popa Lazar Street no. 5-25, for all shareholders registered in the shareholders' registry kept by Depozitarul Central S.A. as of **October 13, 2025**, which is considered **the Reference Date** for this meeting. If the legal requirements for quorum and validity are not met on the first call, **the second call** will take place on **October 25, 2025, at 10:00 AM, at the same location, with the same agenda and Reference Date**.

Agenda of the Extraordinary General Meeting of Shareholders:

1. **Approval of the change of the company's name, as follows:**
   Current name: *MECANICA FINA S.A.*;
   Proposed name: *MF CAPITAL S.A.*
2. **Approval of the corresponding amendment of Article 1 of the Articles of Association of the company, as follows:**

Current wording:

"Article 1 – Company Name

(1) The name of the company is MECANICA FINA.

(2) On invoices, offers, orders, tariffs, prospectuses or other documents used in commerce, the name of the company shall be mentioned, followed by the abbreviation S.A. (legal form: joint stock company), the registered office, the number with the Trade Registry and the sole registration code, the company's website, and the subscribed and paid-up share capital."

Proposed wording:

"Article 1 – Company Name

(1) The name of the company is MF CAPITAL S.A.

(2) On any invoice, offer, order, tariff, prospectus and other documents used in commerce, issued by the company, the name, legal form, registered office, number with the Trade Registry and sole registration code, as well as the subscribed and paid-up share capital shall be mentioned."

3. Approval of **November 14, 2025 as the registration date** of the shareholders upon which the effects of the resolutions adopted by the General Meeting of Shareholders shall reflect, and November 13, 2025 as the "ex date."
4. **Mandating the Chief Executive Officer** of the company, with the possibility of substitution, to sign the resolutions of the General Meeting as well as any and all documents/documentation, contracts, applications, forms, requests and other such documents adopted/drawn up for the purpose of and in order to enforce the resolutions of the General Meeting, in relation with any private or public natural or legal person, and to carry out all legal formalities for the registration, publicity, enforceability and implementation/publication of the said resolutions, as well as to update and sign, in accordance with the provisions of Article 204 of Law no. 31/1990 on companies, the Articles of Association of the company in accordance with the resolutions adopted by the Extraordinary General Meeting of Shareholders.

Completion of the agenda by the Board of Directors.

The agenda of the General Meeting of Shareholders may be supplemented by the Board of Directors in case the necessity of such supplementation results from acts or facts occurring after the publication of the convening notice. The decision of the Board of Directors regarding the supplementation of the agenda may be taken within 15 days from the publication of the convening notice in the Official Gazette of Romania, namely until **October 8, 2025**, and the supplemented agenda shall be published no later than **October 10, 2025**.

Information Regarding Shareholders' Rights to Propose Agenda Items and Raise Questions

One or more shareholders holding at least 5% of the share capital, individually or jointly, have the right to:

a) Propose new items for the agenda of the General Meeting, provided that each proposal is accompanied by a justification or a draft resolution for adoption.

b) Submit draft resolutions for the agenda items already included or proposed to be included in the agenda.

These rights may only be exercised in writing within 15 days from the publication of this notice in the Romanian Official Gazette, i.e., **by October 8, 2025**. Requests must be submitted in a sealed envelope at the company's headquarters or sent via courier or email with an attached qualified electronic signature at office@mecanicafina.ro .

If applicable, a revised agenda of the EGMS convened on October 24/25, 2025, amended with the shareholders' proposals submitted in accordance with the provisions of the applicable law and of the present Convening Notice will be published by **October 10, 2025.**

Information Regarding Shareholders' Rights to Raise Inquiries on the GM Agenda

Any interested shareholder has the right to raise questions regarding the GMS agenda items, and the company is obliged to respond. Questions should be submitted in writing by **October 8, 2025,** via sealed envelope, courier, or email (with a qualified electronic signature) to office@mecanicafina.ro. Responses will be considered given if the information is published on the company's website: https://mecanicafina.ro/investitori.

Information Regarding Shareholders' Participation and Voting Rights

Only shareholders registered in the shareholders' registry as of **October 13, 2025** are entitled to participate and vote at the General Meeting, either in person or by proxy, i.e. by legal representatives or other authorized representatives granted with a special power of attorney in accordance with the provisions of art. 105 (2) of Law 24/2017.

Shareholders' access to GMS is granted upon simple proof of identity. For individual shareholders, this is done by presenting an identity document, while for legal entities and represented individual shareholders, access is granted based on a special power of attorney issued to the individual representing them.

Shareholders can appoint their representative also by electronic means, with the notification of the appointment via email to the address: office@mecanicafina.ro, with an extended qualified electronic signature attached.

Shareholders may vote on the agenda items by correspondence, with completed and signed voting forms sent in a sealed envelope to the company's headquarters or by email (with a qualified electronic signature) to office@mecanicafina.ro **by October 22, 2025, at 10:00 AM**.

Forms for special powers of attorney and correspondence voting will be available at the company's headquarters, during business hours (from 10.00 to 16.00) and on the website www.mecanicafina.ro starting **September 24, 2025**.

The special powers of attorney will be submitted – in their original form at the company's headquarters or by email (with a qualified electronic signature) to office@mecanicafina.ro at least 48 hours before the scheduled date of the General Meeting of Shareholders, i.e., **by October 22, 2025, at 10:00 AM**. One copy will be handed to the representative, one will remain with the company, and the third will remain with the shareholder.

The representation of shareholders at the general meeting by persons other than shareholders may also be carried out based on a general power of attorney (general proxy) valid for a period not exceeding three years, allowing the designated representative to vote on all matters discussed during the general meeting of shareholders, provided that the general power of attorney is granted by the shareholder, in their capacity as a client, to an Intermediary as defined under Article 2, paragraph (1), point 19 of Law no. 24/2017 (republished) or to a lawyer.

General powers of attorney (general proxies) must contain the information provided in Article 202 of ASF Regulation no. 5/2018 and must be submitted to the company or by email (with a qualified electronic signature) to office@mecanicafina.ro 48 hours before the general meeting, i.e., **by October 22, 2025, at 10:00 AM**, in a copy certified as a true copy of the original, signed by the representative. The certified copies of the general powers of attorney (general proxies) will be retained by the company and recorded in the minutes of the general meeting. Shareholders may not be represented at the general meeting of shareholders based on a general power of attorney (general proxy) by a person who is in a situation of conflict of interest, in accordance with the provisions of Article 105 (15) of Law no. 24/2017.

Envelopes sent to the company's headquarters or by email (with a qualified electronic signature) to office@mecanicafina.ro containing special proxies or voting ballots by correspondence and the related documents must be marked with the mention: **"For the Extraordinary General Meeting of Shareholders on 24/25.10.2025, at 10:00 AM."**

Shareholders who have voted by special proxies or voting ballots by correspondence may change their initial voting option or the method of voting expression, with the last vote cast and registered by October 22, 2025, at 10:00 AM, being considered valid. If a shareholder who has voted by correspondence attends the general meeting in person or through a representative, the correspondence vote will be annulled, and only the vote cast in person or by the representative at the general meeting session will be considered.

Other information

At the time of this notice, the company's share capital is RON 9,264,890.00, consisting of 3,705,956 registered, indivisible, dematerialized shares, each with a nominal value of RON 2.5, granting one voting right per share.

A number of 706 shares, representing 0.019% of the total share capital, are non-voting shares recorded by Depozitarul Central SA as shares belonging to the issuer. These shares remain undistributed following the "pro rata" allocation of shares representing capital increases from reinvested profits from previous years, as approved by resolutions of the General Meeting of Shareholders.

The financial statements, documents, and informational materials, as well as the draft resolutions concerning the matters included on the agenda of the General Meeting of Shareholders, **will be available at the company's headquarters on working days between 10:00 AM – 4:00 PM** and on the company's website www.mecanicafina.ro, starting from **September 24, 2025.**

For further details, shareholders may contact the company by phone at +40 21 252 0085 between 10:00 AM – 4:00 PM on business days or via email at office@mecanicafina.ro.

Chairman of the Board of Directors – General Director
Mollo Sergio