Str. Transilvaniei, nr.132, Cod postal 120012, Buzau | Cod fiscal: RO1158050 | Nr.inregistrare la Registrul Comertului : J1991000083106
Capital social subscris si varsat : 52.824.419,20 lei | Actiuni emise : 528.244.192 | Actiunile societatii sunt listate pe Bursa de Valori Bucuresti, simbol ROCE | Tel: +40(0)238711155 | Fax: +40(0)238710697 | E-mail: office@romcarbon.com | Website: www.romcarbon.com

Nr.259/25.03.2025

To the Board of Directors,

In order to introduce as an item on the agenda of the Extraordinary General Meeting of Shareholders on 29/30.04.2025, we propose for approval the draft Investment Plan within Romcarbon S.A. in the financial year 2025, in compliance with the following main conditions:

I. The total value of the Investment Plan for 2025 will be a maximum of 1,575,700.00 Euros, hereinafter referred to as the "total investment ceiling", which will be distributed by investment categories, considering the investment needs, as presented in the table below:

Investment	Total investments		Financing sources	
			Bank credit	Own resources
	Euro	Ron	Euro	Euro
Production invetsments	308.700,00	1.543.500,00	273.300,00	32.400,00
Administrative and general investments	267.000,00	1.335.000,00	240.300,00	26.700,00
Financial investments	1.000.000	5.000.000		1.000.000
Total budget	1.575.700,00	7.878.500,00	516.600,00	1.059.100,00

** to determine the value in RON, the reference rate was taken into account: 1 Euro = 5.00 RON*

II. Empowerment of the Board of Directors of Romcarbon S.A. to:

i) decides, within the limit of the investment ceiling approved for 2025, the investment objectives that must be achieved with priority within each investment category mentioned in point I, respecting, in principle, the distribution of the investment ceiling on each investment category, the Board of Directors being also empowered, as the case may be, to redistribute the investment ceiling between the approved investment categories.

ii) contract loans/credit facilities to finance the investment ceiling approved for the implementation of the Investment Plan for 2025, as well as to provide the necessary and sufficient guarantees to obtain this financing, being also empowered to negotiate and decide on the best financing/crediting conditions.

III. Empowerment:

i) The General Manager, the Operations Manager, the Financial Manager and the Technical Manager of Romcarbon S.A. to represent the company in order to implement the Investment Plan according to those decided by the E.G.E.M. and by the B.A., to identify the best technical-economic offers, to negotiate the contractual clauses and to sign all/any requests for offers, purchase contracts, orders, etc., all/any additional documents thereto;

ii) The General Manager and the Financial Manager, to represent the company in order to sign credit contracts as well as all/any financing contracts, as the case may be, and the additional documents thereto, the guarantee/mortgage contracts and the additional documents thereto and any other documents necessary in this regard.

Centralization,
Head of Technical-Investment
Department
Mihaela Budescu

Approved,

General Manager (CEO)	Financial Manager	Deputy General Manager
Huang Liang Neng	Zainescu Viorica	Manaila Carmen

Deputy General Manager Dev.	Manager Profit Center 1+2	Manager Profit Center 5	Manager Profit Center 6
Dobrota Cristinel	Constantinescu Gabriel	Ungureanu Ion	Cretu Victor

For signatures please reffer to the Romanian Version