

***Board of Directors of SC Mecanica Ceahlău SA
with head office in Piatra Neamt, Dumbravei No.6 Street, Neamt
district, registered at the Trade Register under the number
J.27/8/1991 in accordance with Law No. 31/1990, republished and
supplemented, convoke Ordinary General Meeting of
Shareholders on 22.04.2010, at 10.00 a.m., at its head office in
Piatra Neamt, Dumbravei No.6 street , Neamt district for all
shareholders registered in the Register of Shareholders at the end
of the day of 12.04.2010 with the following agenda:***

- 1. Presentation, discussion and approval of the Progress Report of the Board of Directors for the year 2009,*
- 2. Presentation, discussion and approval of financial statements for 2009, accompanied by the financial auditor's opinion;*
- 3. Approval of the overall limits of remuneration for administrators;*
- 4. Approval discharge of administration for the year 2009;*
- 5. The setting of the date 14.05.2010 as date of identifying of the shareholders who are to benefit from rights and over whom the effects of the OGMS decisions reflects.*

The Board of Directors of SC. Mecanica Ceahlau SA. convoke the Extraordinary General Meeting of Shareholders to be held on 22.04.2010, at 12 o'clock, at the company with the following agenda:

- 1. The setting of the level credits and guarantees that can be contracted by the Board of Directors for 2010.*
- 2. The approval of the asset sale located in P. Neamt, str Aurel Vlaicu, no. 34 and empowering the Board of Directors to determine all the conditions of carrying out this operation (the method of sale, price, contract, etc.).*
- 3. The setting of the date 14.05.2010 as as date of identifying the shareholders who are to benefit from rights and over whom the effects of the EGMS decisions reflect*

The access of shareholders at the Ordinary and Extraordinary General Meetings shall be by simple proof of their identity, made for individual shareholders with the identity document, and if corporate shareholders and individual shareholders represented, with special power of attorney given to the person who represents them.

The special power of attorney will be prepared in three originals (one for the company, one for term and one for the agent). The special power of attorney and a photocopy of identity card or registration certificate of the representative shareholder, will be submitted in original at the Company or submitted by email to ceahlau@mecanicaceahlau.ro up on 20/04/2010 10:00 o'clock.

The shareholders register at the reference date (12.04.2010) in the register of shareholders have to vote by mail before the General Assembly of Shareholders, by using the vote form by mail.

The form vote by mail with the authentication of signature by a notary public, together with copies of ID or certificate of registration of the shareholder will be submitted in original to the company at its headquarters until 16.00 o'clock on 15.04.2010.

We mention that only shareholders registered at the reference date are entitled to attend and vote at the meeting.

The information and documents relating to items on the agenda, draft resolutions, forms of special power of attorney and form vote by mail will be made available to shareholders at the company for a fee (0.20 Euro / page without VAT), or on its website <www.mecanicaceahlau.ro> starting with 22/03/2010.

One or more shareholders that are holding, individually or together, at least 5% of the shares entitled to introduce new items on the agenda of general meetings of shareholders to be sent to the Company until on 07.04.2010 at 16.00 o'clock.

The shareholders who have proposed the introduction of new items on the agenda entitled to submit draft resolutions for items placed on the agenda until 16.00 hours on 20.04.2010. Shareholders may ask questions regarding items on the agenda the day of the General Assembly on 22.03.2010 up to 16.00 o'clock on 12.04.2010.

If the first call of quorum is not met, these meetings will be held on 23/04/2010 with the same agenda, in the same place and at the same time.

Additional information may be obtained at the company and the telephone 0233 -211,104 intern no. 117.

BOARD OF DIRECTORS CHAIRMAN

Prof. Phd. Eng. Dumitru Bontaş