

On the basis of Article 383 of the Law on Trade Companies and Article 116 of the Statute of WABTEC MZT AD – Skopje, the shareholders of the Joint Stock Company for Production of Brake Equipment “WABTEC MZT” AD – Skopje, with CRN 4137787, at the Annual General Meeting of Shareholders held on 30 May 2025, adopted the following:

RESOLUTION
on the approval of related-party transactions

Article 1

Under this Resolution, the following related-party transactions are hereby approved for the period from 1 January 2025 to 31 December 2025, with WABTEC MZT AD Skopje acting as Seller and the parties listed below as Buyers::

I. **BRECKNELL WILLIS UK** acting as Buyer of brake equipment

Subject	TRANSACTION Value	Terms
Sale of brake equipment	95,534,016.00 MKD	Market-based
Total: 95,534,016.00 MKD		

The amount of 95,534,016.00 MKD represents the aggregate value of individual orders, each of which is less than 2% of the value of the Company’s assets, determined on the basis of the most recent audited annual financial statements.

II. **Poli Costruzione Materiali Trazione S.R.L.**, with registered office at Via Fontanella 11, 26010 Camisano, Italy, as Buyer of brake equipment

Subject	TRANSACTION Value	Terms
Sale of brake equipment	28,160,051.00 MKD	Market-based
Total: 28,160,051.00 MKD		

The amount of 28,160,051.00 MKD represents the aggregate value of individual orders, each of which is less than 2% of the value of the Company’s assets, determined on the basis of the most recent audited annual financial statements.

III. **WABTEC SOUTH AFRICA** as Buyer of brake equipment

Subject	TRANSACTION Value	Terms
Sale of brake equipment	100,377,710.00MKD	Market-based
Total: 100,377,710.00 MKD		

The amount of 100,377,710.00 MKD represents the aggregate value of individual orders, each of which is less than 2% of the value of the Company’s assets, determined on the basis of the most recent audited annual financial statements.

IV. **FAIVELEY TRANSPORT BIRKENHEAD LTD** as Buyer of brake equipment

TRANSACTION

Subject	Value	Terms
Sale of brake equipment	4,500,911.00 MKD	Market-based
Total: 4,500,911.00 MKD		

The amount of 4,500,911.00 MKD represents the aggregate value of individual orders, each of which is less than 2% of the value of the Company's assets, determined on the basis of the most recent audited annual financial statements.

V. **Wabtec UK Limited – Brush Traction** as Buyer of brake equipment

TRANSACTION		
Subject	Value	Terms
Sale of brake equipment	185,689,508.00 MKD	Market-based
Total: 185,689,508.00 MKD		

The amount of 185,689,508.00 MKD represents the aggregate value of individual orders, each of which is less than 2% of the value of the Company's assets, determined on the basis of the most recent audited annual financial statements.

VI. **MERZ Industrietechnik GmbH** as Buyer of brake equipment

TRANSACTION		
Subject	Value	Terms
Sale of brake equipment	718,508.00 MKD	Market-based
Total: 718,508.00 MKD		

The amount of 718,508.00 MKD represents the aggregate value of individual orders, each of which is less than 2% of the value of the Company's assets, determined on the basis of the most recent audited annual financial statements.

VII. **Wabtec Passenger Transit** as Buyer of brake equipment

TRANSACTION		
Subject	Value	Terms
Sale of brake equipment	61,130,787.00 MKD	Market-based
Total: 61,130,787.00 MKD		

The amount of 61,130,787.00 MKD represents the aggregate value of individual orders, each of which is less than 2% of the value of the Company's assets, determined on the basis of the most recent audited annual financial statements

VIII. **WABTEC AUSTRALIA PTY LTD** as Buyer of brake equipment

TRANSACTION		
Subject	Value	Terms
Sale of brake equipment	979,492.00 MKD	Market-based
Total: 979,492.00 MKD		

The amount of 979,492.00 MKD represents the aggregate value of individual orders, each of which is less than 2% of the value of the Company's assets, determined on the basis of the most recent audited annual financial statements.

IX. FAIVELEY TRANSPORT CZECH as Buyer of brake equipment

Subject	TRANSACTION	
	Value	Terms
Sale of brake equipment	799,398.00 MKD	Market-based
Total: 799,398.00 MKD		

The amount of 799,398.00 MKD represents the aggregate value of individual orders, each of which is less than 2% of the value of the Company's assets, determined on the basis of the most recent audited annual financial statements.

X. FAIVELEY TRANSPORT IBERICA S.A. as Buyer of brake equipment

Subject	TRANSACTION	
	Value	Terms
Sale of brake equipment	5,133,849.00 MKD	Market-based
Total: 5,133,849.00 MKD		

The amount of 5,133,849.00 MKD represents the aggregate value of individual orders, each of which is less than 2% of the value of the Company's assets, determined on the basis of the most recent audited annual financial statements.

XI. Faiveley Transport Italia S.p.A. as Buyer of brake equipment

Subject	TRANSACTION	
	Value	Terms
Sale of brake equipment	157,348,586.00 MKD	Market-based
Total: 157,348,586.00 MKD		

The amount of 157,348,586.00 MKD represents the aggregate value of individual orders, each of which is less than 2% of the value of the Company's assets, determined on the basis of the most recent audited annual financial statements.

XII. Faiveley Transport Rail Technologie as Buyer of brake equipment

Subject	TRANSACTION	
	Value	Terms
Sale of brake equipment	10,923,683.00 MKD	Market-based
Total: 10,923,683.00 MKD		

The amount of 10,923,683.00 MKD represents the aggregate value of individual orders, each of which is less than 2% of the value of the Company's assets, determined on the basis of the most recent audited annual financial statements.

XIII. FAIVELEY TRANSPORT SCHWAB AG as Buyer of brake equipment

TRANSACTION

Subject	Value	Terms
Sale of brake equipment	1,255,802.00 MKD	Market-based
Total: 1,255,802.00 MKD		

The amount of 1,255,802.00 MKD represents the aggregate value of individual orders, each of which is less than 2% of the value of the Company's assets, determined on the basis of the most recent audited annual financial statements.

XIV. **Faiveley Transport Systems Technology (Beijing) Co., Ltd** as Buyer of brake equipment

TRANSACTION		
Subject	Value	Terms
Sale of brake equipment	436,123.00 MKD	Market-based
Total: 436,123.00 MKD		

The amount of 436,123.00 MKD represents the aggregate value of individual orders, each of which is less than 2% of the value of the Company's assets, determined on the basis of the most recent audited annual financial statements.

XIV. **Faiveley TransTech** as Buyer of brake equipment

TRANSACTION		
Subject	Value	Terms
Sale of brake equipment	2,605,795.00 MKD	Market-based
Total: 2,605,795.00 MKD		

The amount of 2,605,795.00 MKD represents the aggregate value of individual orders, each of which is less than 2% of the value of the Company's assets, determined on the basis of the most recent audited annual financial statements.

XV. **Stemmann-Polska Sp. z o.o.** as Buyer of brake equipment

TRANSACTION		
Subject	Value	Terms
Sale of brake equipment	209,083.00 MKD	Market-based
Total: 209,083.00 MKD		

The amount of 209,083.00 MKD represents the aggregate value of individual orders, each of which is less than 2% of the value of the Company's assets, determined on the basis of the most recent audited annual financial statements.

XVI. **STEMMANN-TECHNIK** as Buyer of brake equipment

TRANSACTION		
Subject	Value	Terms
Sale of brake equipment	287,273,394.00 MKD	Market-based
Total: 287,273,394.00 MKD		

The amount of 287,273,394.00 MKD represents the aggregate value of individual orders, each of which is less than 2% of the value of the Company's assets, determined on the basis of the most recent audited annual financial statements.

XVII. **Transportation Global LLC – Kazakhstan Branch** as Buyer of brake equipment

Subject	TRANSACTION Value	Terms
Sale of brake equipment	19,154,410.00 MKD	Market-based
Total: 19,154,410.00 MKD		

The amount of 19,154,410.00 MKD represents the aggregate value of individual orders, each of which is less than 2% of the value of the Company's assets, determined on the basis of the most recent audited annual financial statements.

XIX. **Wabtec Faiveley Nordic AB** as Buyer of brake equipment

Subject	TRANSACTION Value	Terms
Sale of brake equipment	94,087.00 MKD	Market-based
Total: 94,087.00 MKD		

The amount of 94,087.00 MKD represents the aggregate value of individual orders, each of which is less than 2% of the value of the Company's assets, determined on the basis of the most recent audited annual financial statements.

XX. **Wabtec Germany GmbH – Bochum Branch** as Buyer of brake equipment

Subject	TRANSACTION Value	Terms
Sale of brake equipment	361,680,182.00 MKD	Market-based
Total: 361,680,182.00 MKD		

The amount of 361,680,182.00 MKD represents the aggregate value of individual orders, each of which is less than 2% of the value of the Company's assets, determined on the basis of the most recent audited annual financial statements.

XXI. **Wabtec Germany GmbH – Zweigniederlassung Bochum** as Buyer of brake equipment

Subject	TRANSACTION Value	Terms
Sale of brake equipment	30,374,484.00 MKD	Market-based
Total: 30,374,484.00 MKD		

The amount of 30,374,484.00 MKD represents the aggregate value of individual orders, each of which is less than 2% of the value of the Company's assets, determined on the basis of the most recent audited annual financial statements.

XXII. **Wabtec Hauts-de-France (HDF)** as Buyer of brake equipment

Subject	TRANSACTION Value	Terms
Sale of brake equipment	313,633,461.00 MKD	Market-based
Total: 313,633,461.00 MKD		

The amount of 313,633,461.00 MKD represents the aggregate value of individual orders, each of which is less than 2% of the value of the Company's assets, determined on the basis of the most recent audited annual financial statements.

XXIII. WABTEC MOZAMBIQUE LIMITADA as Buyer of brake equipment

Subject	TRANSACTION	
	Value	Terms
Sale of brake equipment	1,431,481.00 MKD	Market-based
Total: 1,431,481.00 MKD		

The amount of 1,431,481.00 MKD represents the aggregate value of individual orders, each of which is less than 2% of the value of the Company's assets, determined on the basis of the most recent audited annual financial statements.

XXIV. WABTEC RAIL LIMITED as Buyer of brake equipment

Subject	TRANSACTION	
	Value	Terms
Sale of brake equipment	580,804.00 MKD	Market-based
Total: 580,804.00 MKD		

The amount of 580,804.00 MKD represents the aggregate value of individual orders, each of which is less than 2% of the value of the Company's assets, determined on the basis of the most recent audited annual financial statements.

Article 2

Pursuant to this Resolution, the following related-party transactions are approved for the period from 1 January 2025 to 31 December 2025, in which WABTEC MZT AD Skopje acts as Buyer and the parties listed below as Sellers:

I. Faiveley Transport Sweden as Seller of raw materials/materials/components

Subject	TRANSACTION	
	Value	Terms
Sale of raw materials/materials/components	33,952,780.00 MKD	Market-based
Total: 33,952,780.00 MKD		

The amount of 33,952,780.00 MKD represents the aggregate value of individual orders, each of which is less than 2% of the value of the Company's assets, determined on the basis of the most recent audited annual financial statements.

II. Becorit as Seller of raw materials/materials/components

Sale of raw materials / materials / components – 10,518,105.00 MKD

Subject	TRANSACTION	
	Value	Terms
Sale of raw materials/materials/components	10,518,105.00 MKD	Market-based
Total: 10,518,105.00 MKD		

The amount of 10,518,105.00 MKD represents the aggregate value of individual orders, each of which is less than 2% of the value of the Company's assets, determined on the basis of the most recent audited annual financial statements.

III. Faiveley Transport Amiens SAS as Seller of raw materials/materials/components

Subject	TRANSACTION	
	Value	Terms
Sale of raw materials/materials/components	113,692,768.00 MKD	Market-based
Total: 113,692,768.00 MKD		

The amount of 113,692,768.00 MKD represents the aggregate value of individual orders, each of which is less than 2% of the value of the Company's assets, determined on the basis of the most recent audited annual financial statements.

IV. STEMMANN-POLSKA as Seller of raw materials/materials/components

Subject	TRANSACTION	
	Value	Terms
Sale of raw materials/materials/components	7,322,392.00 MKD	Market-based
Total: 7,322,392.00 MKD		

The amount of 7,322,392.00 MKD represents the aggregate value of individual orders, each of which is less than 2% of the value of the Company's assets, determined on the basis of the most recent audited annual financial statements.

Article 3

The General Director of WABTEC MZT AD Skopje **IS HEREBY AUTHORISED**, on the basis of this Resolution, to implement and execute the above transactions.

Article 4

By adopting this Resolution, the Company confirms that the conditions for valid decision-making and adoption of this Resolution have been fulfilled in accordance with the provisions of the Law on Trade Companies and the applicable Statute of the Company.

Article 5

This Resolution shall enter into force on the date of its adoption.

No. 02 – 300/3/2025
30 May 2025
Skopje

Annual General Meeting of Shareholders
of WABTEC MZT AD Skopje
Chairperson,