



AROBS TRANSILVANIA SOFTWARE S.A.

J12/1845/1998, TAX REFERENCE NUMBER: 11291045

Headquarters: Cluj-Napoca, str. Donath, nr. 11, bl. M4, sc. 2, et. 3, ap. 28, Cluj County

**RESOLUTION OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS
AROBS TRANSILVANIA SOFTWARE S.A.
NO. 3 DATED 29.09.2023**

The Extraordinary General Meeting of Shareholders (the "EGMS") of **AROBS TRANSILVANIA SOFTWARE S.A.**, joint-stock company, with headquarters in Cluj-Napoca, str. Donath, nr. 11, bl. M4, sc. 2, et. 3, ap. 28, Cluj, registered with the Trade Register Office attached to Cluj Court under no. J12/1845/1998, Tax Reference Number 11291045, with subscribed and paid-up share capital of RON 87.129.360,90, divided into 871.293.609 registered shares in dematerialised form with a face value of RON 0.1 each (hereinafter referred to as the "**Company**"),

convened in accordance with the legal provisions and the provisions of the Company's Articles of Association (the "**Articles of Association**"), according to the notice for convening of the EGMS dated 28.08.2023, as supplemented pursuant to the provisions of Article 117 ind. 1 of the Companies Law no. 31/1990;

legally convened on **29.09.2023**, 13:00, at the address Cluj-Napoca, str. Constantin Brâncuși nr. 55-57-59, parter, Conference Room, chaired by Mr Oprean Voicu, Chairman of the Board of Directors, with Ms Ciegler Erika-Susanne as secretary and Ms. Haas Ioana Gloria and Evote team as technical secretary;

According to the attendance list of shareholders, Annex 1 hereto, the meeting of the EGMS was attended by shareholders representing 87.328858 % of the share capital and 92.420284 % of the number of existing voting rights, and thus the quorum required to adopt this EGMS Resolution was met.

Agenda proposed for first and second convening of the Extraordinary General Meeting of Shareholders:

1. Approval of the amendment of Article 3.2 of the Articles of Association to bring it in line with the provisions of the current Article 15.5(viii) of the Articles of Association.
2. Approval of the amendment of Article 5.3 of the Articles of Association.
3. Approval of the amendment of Article 7.2 of the Articles of Association.
4. Approval of the amendment of Article 7.3 of the Articles of Association (which will enter into force subject to the admission of the Company's shares to trading on the regulated market, Main segment, Premium category, operated by the Bucharest Stock Exchange - Bursa de Valori București S.A.).

5. Approval of the amendment of Article 8.1 of the Articles of Association.
6. Approval of the amendment of Article 8.3 of the Articles of Association.
7. Approval of the insertion of an Article 8.4 in the Articles of Association.
8. Approval of the deletion of Article 9 of the Articles of Association. The remaining articles of the Articles of Association will be renumbered.
9. Approval of the amendment of the current Article 10 of the Articles of Association (Article 9 after renumbering, in case of approval by the EGMS of agenda item 8).
10. Approval of the delegation of the EGMS' duties regarding the decision to increase the share capital of the Company to the Company's Board of Directors under the provisions of art. 114 para. (1) and art. 220¹ para. (2) of the Companies Law, respectively the provisions of art. 86 para (2) of Law no. 24/2017, with the power to remove or restrict the preference right of shareholders.
11. Approval of the deletion of the current article 12.5 lit. (n) of the Articles of Association (Article 11.5 lit. (n) after renumbering, in case of approval by the EGMS of the above item 8 on the agenda).
12. Approval of the amendment of the current Article 12.6 of the Articles of Association (Article 11.6 after renumbering, in case of approval by the EGMS of the above item 8 on the agenda).
13. Approval of the amendment of the current Article 12.7 of the Articles of Association (Article 11.7 after renumbering, in case of approval by the EGMS of the above item 8 on the agenda).
14. Approval of the amendment of the current Article 12.8 of the Articles of Association (Article 11.8 after renumbering, in case of approval by the EGMS of the above item 8 on the agenda).
15. Approval of the amendment of the current Article 12.9 of the Articles of Association (Article 11.9 after renumbering, in case of approval by the EGMS of the above item 8 on the agenda).
16. Approval of the amendment of the current Article 12.10 of the Articles of Association (Article 11.10 after renumbering, in case of approval by the EGMS of the above item 8 on the agenda).
17. Approval of the amendment of the current Article 12.11 of the Articles of Association (Article 11.11 after renumbering, in case of approval by the EGMS of the above item 8 on the agenda).
18. Approval of the amendment of the current Article 13.2 of the Articles of Association (Article 12.2 after renumbering, in case of approval by the EGMS of the above item 8 on the agenda).
19. Approval of the deletion of the current Articles 13.3 and 13.4 (Articles 12.3 and 12.4 after renumbering, in case of approval by the EGMS of the above item 8 on the agenda).
20. Approval of the amendment of the current Article 14.1 of the Articles of Association (Article 13.1 after renumbering, in case of approval by the EGMS of the above item 8 on the agenda).
21. Approval to empower the Board of Directors to issue any decision and to fulfil all the necessary, useful and / or opportune legal acts and deeds, respectively to update the provisions of the current Article 14.5 of the Articles of Association (Article 13.5 after renumbering, in case of approval by the EGMS of the above item 8 on the agenda), for the fulfilment of the decisions to be adopted by the OGMS in accordance with point 1 of the OGMS agenda.

22. Approval of the amendment of the current Article 15.3 of the Articles of Association (Article 14.3 after renumbering, in case of approval by the EGMS of the above item 8 on the agenda).
23. Approval of the amendment of the current Article 15.5(xi) of the Articles of Association (Article 14.5(xi) after renumbering, in case of approval by the EGMS of the above EGMS agenda item 8).
24. Approval of the amendment of the current Article 15.6 of the Articles of Association (Article 14.6 after renumbering, in case of approval by the EGMS of the above item 8 on the agenda).
25. Approval of the amendment of the current Article 16.1 of the Articles of Association (Article 15.1 after renumbering, in case of approval by the EGMS of the above item 8 on the agenda).
26. Approval of the amendment of the current Article 16.4 of the Articles of Association (Article 15.4 after renumbering, in case of approval by the EGMS of the above item 8 on the agenda).
27. Approval of the amendment of the current Article 16.5 of the Articles of Association (Article 15.5 after renumbering, in case of approval by the EGMS of the above item 8 on the agenda).
28. Approval of the amendment of the current Article 16.6 of the Articles of Association (Article 15.6 after renumbering, in case of approval by the EGMS of the above item 8 on the agenda).
29. Approval of the amendment of the current Article 17 of the Articles of Association (Article 16 after renumbering, in case of approval by the EGMS of the above item 8 on the agenda).
30. Approval of the amendment of the current Article 18.1 of the Articles of Association (Article 17.1 after renumbering, in case of approval by the EGMS of the above item 8 on the agenda).
31. Approval of the deletion of the current Article 22.1(i) of the Articles of Association (Article 21.1(i) after renumbering, in case of approval by the EGMS of the above item 8 on the agenda).
32. Approval of the ratification of the sale and purchase agreement concluded by the Company, as purchaser, for 100% of the share capital of AROBS Pannonia Software Kft., as per the presentation material related to this agenda item.
33. Approval of the ratification of the sale and purchase agreement concluded by the Company, as purchaser, for 99.99% of the share capital of Future Workforce Global S.A., as per the presentation material related to this agenda item.
34. Setting the date of:
 - 17 October 2023 identifying the shareholders who will benefit from the effects of the resolutions adopted by the EGMS, in accordance with the provisions of art. 87 para. (1) of Law no. 24/2017; and
 - 16 October 2023 as “ex-date” calculated in accordance with the provisions of Article 2 para. (2) letter (l) of Regulation no. 5/2018.

As they are not applicable to this EGMS, the shareholders do not decide on the other aspects set out in art. 176 paragraph (1) of Regulation no. 5/2018 such as date of the guaranteed participation and payment date.
35. Approval of the empowerment of the Chairperson of the Board of Directors.

The shareholders present or represented, confirming the aforementioned agenda, have adopted the following resolutions:

Resolution no. 1

Approval of the amendment of Article 3.2 of the Articles of Association

In the presence of shareholders representing 87.331224% (760,911,374 shares) of the share capital and 92.422788% (760,911,374 voting rights) of the total voting rights, with the vote "for" of the shareholders representing 99.958690 % (760,597,043 votes) of the votes cast by shareholders present, represented or having cast their vote by mail, with the vote "against" representing 0.001195% (9,082 votes) of the votes cast by shareholders present, represented or having cast their vote by mail (with 148,000 abstentions votes and 157,249 votes not cast):

Approved

1. Approval of the amendment of Article 3.2 of the Articles of Association to bring it in line with the provisions of the current Article 15.5(viii) of the Articles of Association. Article 3.2 will read as follows:

“3.2. The registered office may be changed to any location in Romania, by resolution of the General Meeting of Shareholders or by resolution of the Board of Directors, in accordance with the provisions of the Companies Law and the provisions of these Articles of Association.”

Resolution no. 2

Approval of the amendment of Article 5.3 of the Articles of Association

In the presence of shareholders representing 87.331224% (760,911,374 shares) of the share capital and 92.422788% (760,911,374 voting rights) of the total voting rights, with the vote "for" of the shareholders representing 99.959261% (760,601,385 votes) of the votes cast by shareholders present, represented or having cast their vote by mail, with the vote "against" representing 0.003398% (25,852 votes) of the votes cast by shareholders present, represented or having cast their vote by mail (with 147,500 abstentions votes and 136,637 votes not cast):

Approved

2. Approval of the amendment of Article 5.3 of the Articles of Association, which will read as follows:

“5.3. The Company may carry out all operations (economic, financial and commercial) of such nature as to influence directly or indirectly the achievement of the Company's object of activity, including import-export and commercial operations. The Company also has the right to participate in the share capital of

other companies or entities without legal personality (in Romania or abroad), as partner, associate, shareholder, etc. (depending on the legal form of the company or entity in question). ”

Resolution no. 3

Approval of the amendment of Article 7.2 of the Articles of Association

In the presence of shareholders representing 87.331224% (760,911,374 shares) of the share capital and 92.422788% (760,911,374 voting rights) of the total voting rights, with the vote "for" of the shareholders representing 99.981496% (760,770,574 votes) of the votes cast by shareholders present, represented or having cast their vote by mail, with the vote "against" representing 0,000000% (0 votes) of the votes cast by shareholders present, represented or having cast their vote by mail (with 2,000 abstentions votes and 138,800 votes not cast):

Approved

3. Approval of the amendment of Article 7.2 of the Articles of Association, which will read as follows:

“7.2 Ownership of the Company's shares shall be transferred in accordance with the capital markets regulations.”

Resolution no. 4

Approval of the amendment of Article 7.3 of the Articles of Association

In the presence of shareholders representing 87.331224% (760,911,374 shares) of the share capital and 92.422788% (760,911,374 voting rights) of the total voting rights, with the vote "for" of the shareholders representing 99.981759 % (760,772,574 votes) of the votes cast by shareholders present, represented or having cast their vote by mail, with the vote "against" representing 0,000000% (0 votes) of the votes cast by shareholders present, represented or having cast their vote by mail (with 0 abstentions votes and 138,800 votes not cast):

Approved

4. Approval of the amendment of Article 7.3 of the Articles of Association (which will enter into force subject to the admission of the Company's shares to trading on the regulated market, Main segment, Premium category, operated by the Bucharest Stock Exchange - Bursa de Valori București S.A.), which will read as follows:

“7.3. The Company's shares are admitted to trading on the regulated market, Main segment, Premium category, administered by Bursa de Valori București S.A.”.

Resolution no. 5

Approval of the amendment of Article 8.1 of the Articles of Association

In the presence of shareholders representing 87.331224% (760,911,374 shares) of the share capital and 92.422788% (760,911,374 voting rights) of the total voting rights, with the vote "for" of the shareholders representing 99.981759 % (760,772,574 votes) of the votes cast by shareholders present, represented or having cast their vote by mail, with the vote "against" representing 0,000000% (0 votes) of the votes cast by shareholders present, represented or having cast their vote by mail (with 0 abstentions votes and 138,800 votes not cast):

Approved

5. Approval of the amendment of Article 8.1 of the Articles of Association, which will read as follows:

“8.1. Each share issued by the Company and held by a shareholder (other than the Company) confers the right to one vote at the General Meeting of Shareholders (unless certain voting rights attached to the shares are suspended in accordance with applicable law), the right to participate in the distribution of dividends, the distribution of profits and assets in the event of the dissolution of the Company, and other rights in accordance with applicable legal provisions, the provisions of these Articles of Association and the resolutions of the General Meeting of Shareholders.”

Resolution no. 6

Approval of the amendment of Article 8.3 of the Articles of Association

In the presence of shareholders representing 87.331224% (760,911,374 shares) of the share capital and 92.422788% (760,911,374 voting rights) of the total voting rights, with the vote "for" of the shareholders representing 99.969338% (760,678,062 votes) of the votes cast by shareholders present, represented or having cast their vote by mail, with the vote "against" representing 0.000000% (0 votes) of the votes cast by shareholders present, represented or having cast their vote by mail (with 73,900 abstentions votes and 159,412 votes not cast):

Approved

6. Approval of the amendment of Article 8.3 of the Articles of Association, which will read as follows:

“8.3. The rights and obligations arising from holding shares will be transferred together with the transfer of the ownership right over the shares to other persons. Ownership of shares implies de jure adherence to the Company's Articles of Association.”

Resolution no. 7

Approval of the insertion of an Article 8.4 in the Articles of Association

In the presence of shareholders representing 87.331224% (760,911,374 shares) of the share capital and 92.422788% (760,911,374 voting rights) of the total voting rights, with the vote "for" of the shareholders representing 99.978978% (760,751,412 votes) of the votes cast by shareholders present, represented or having cast their vote by mail, with the vote "against" representing 0.000072% (550 votes) of the votes cast by shareholders present, represented or having cast their vote by mail (with 0 abstentions votes and 159,412 votes not cast):

Approved

7. Approval of the insertion of an Article 8.4 in the Articles of Association, which will read as follows:

“The shares are indivisible and the Company recognises only one shareholder for each share. If a share is owned jointly or severally by more than one person, they shall appoint a representative to exercise the rights deriving from the ownership of that share.”

Resolution no. 8

Approval of the deletion of Article 9 of the Articles of Association

In the presence of shareholders representing 87.331224% (760,911,374 shares) of the share capital and 92.422788% (760,911,374 voting rights) of the total voting rights, with the vote "for" of the shareholders representing 99.851777% (759,783,525 votes) of the votes cast by shareholders present, represented or having cast their vote by mail, with the vote "against" representing 0.000000% (0 votes) of the votes cast by shareholders present, represented or having cast their vote by mail (with 313,826 abstentions votes and 814,023 votes not cast):

Approved

8. Approval of the deletion of Article 9 of the Articles of Association. The remaining articles of the Articles of Association will be renumbered.

Resolution no. 9

Approval of the amendment of the current Article 10 of the Articles of Association

In the presence of shareholders representing 87.331224% (760,911,374 shares) of the share capital and 92.422788% (760,911,374 voting rights) of the total voting rights, with the vote "for" of the shareholders representing 99.826411% (759,590,513 votes) of the votes cast by shareholders present, represented or having cast their vote by mail, with the vote "against" representing 0.021673% (164,909 votes) of the votes cast by shareholders present, represented or having cast their vote by mail (with 1,005,372 abstentions votes and 150,580 votes not cast):

Approved

9. Approval of the amendment of the current Article 10 of the Articles of Association (Article 9 after renumbering, in case of approval by the EGMS of agenda item 8), which will read as follows:

“[10.1.]/[9.1.] The share capital may be increased as follows:

(i) by resolution of the Extraordinary General Meeting of Shareholders, in compliance with the provisions of the Companies Law and of these Articles of Association, respectively

(ii) in accordance with the decisions adopted by the Board of Directors, pursuant to the delegation of powers of the Extraordinary General Meeting of Shareholders to increase the share capital and the authorization of the Board of Directors for a period of three (3) years ending on 22 December 2025, to decide to increase the share capital of the Company in accordance with the provisions of Article 15.5 (xi) of these Articles of Association.

[The increase of the Company's share capital shall be registered with the Trade Registry and with any other public or private institutions in accordance with the provisions of the applicable law.

[10.3.]/[9.3.] Unless the pre-emptive right is disapplied or restricted by resolution of the extraordinary general meeting of the Company's shareholders, respectively by decision adopted by the Board of Directors, in accordance with the applicable law and the provisions of these Articles of Association, the shares issued for the increase of the share capital shall be offered for subscription first to existing shareholders, in proportion to the number of shares they hold, who may exercise their pre-emptive rights in accordance with the law.”

Resolution no. 10

Approval of the delegation of the EGMS' duties regarding the decision to increase the share capital of the Company to the Company's Board of Directors

In the presence of shareholders representing 87.331224% (760,911,374 shares) of the share capital and 92.422788% (760,911,374 voting rights) of the total voting rights, with the vote "for" of the shareholders representing 99.711922% (758,719,357 votes) of the votes cast by shareholders present, represented or having cast their vote by mail, with the vote "against" representing 0.025640% (195,099 votes) of the votes cast by shareholders present, represented or having cast their vote by mail (with 1,665,394 abstentions votes and 331,524 votes not cast):

Approved

10. Approval of the delegation of the EGMS' duties regarding the decision to increase the share capital of the Company to the Company's Board of Directors under the provisions of art. 114 para. (1) and art. 220¹ para. (2) of the Companies Law, respectively the provisions of art. 86 para (2) of Law no. 24/2017, with the power to remove or restrict the preference right of shareholders in accordance with the provisions of art. 217 of the Companies Law and of art. 86 para. (3) and art. 88 para. (1) of Law no. 24/2017 and in accordance with the provisions of art. art. 220¹ para. (3) of the Companies Law, respectively, for a period of three (3) years, through one or more issues of ordinary, registered and dematerialized shares, with a nominal value not exceeding RON 9,000,000 (representing 90,000,000 shares), out of which (i) RON 7,500,000 nominal value (representing 75,000,000 shares) will be used in order to carry out and implement

the financing of investments and/or acquisitions of participations in other entities (including with the possibility of paying the price in such transactions in part or in its entirety in shares issued by the Company), subject to the condition that no more than RON 2,500,000 nominal value (representing 25,000,000 shares) will be used yearly (with the possibility of rollover to the next years, if this cap is not reached during a specific year), and (ii) RON 1,500,000 nominal value (representing 15,000,000 shares) in order to carry out and implement the provisions of any share allocations plans to management and/or employees of the Company and/or its group, already approved or which will be approved at the level of the Company and/or its group, subject to the condition that no more than RON 500,000 nominal value (representing 5,000,000 shares) will be used yearly (with the possibility of rollover to the next year, if this cap is not reached during a specific year) and, respectively, the approval of the amendment of current Article 10 (article 9 after renumbering, in case of approval by the EGMS of item 8 on the EGMS agenda) of the Articles of Association, by adding a new sub-point, which will have the following content:

„[10.1.]/[9.1.] *The share capital of the Company may be increased as follows:*

(iii) In accordance with the decisions adopted by the Board of Directors, pursuant to the delegation of the attributions of the extraordinary general meeting of shareholders to increase the share capital and to authorize the Board of Directors for a period of three (3) years which is set to lapse on [29 September]/[2] October 2026, to decide to increase the Company's share capital through one or more issues of registered and dematerialized ordinary shares, with a nominal value not exceeding RON 9,000,000 (representing 90,000,000 shares), with the power to disapply or restrict the preference right of shareholders for a certain issuance, out of which (i) RON 7,500,000 nominal value (representing 75,000,000 shares) will be used in order to carry out and implement the financing of investments and/or acquisitions of participations in other entities (including with the possibility of paying the price in such transactions in part or in its entirety in shares issued by the Company), subject to the condition that no more than RON 2,500,000 nominal value (representing 25,000,000 shares) will be used yearly (with the possibility of rollover to the next years, if this cap is not reached during a specific year), and (ii) RON 1,500,000 nominal value (representing 15,000,000 shares) in order to carry out and implement the provisions of any share allocations plans to management and/or employees of the Company and/or its group, already approved or which will be approved at the level of the Company and/or its group, subject to the condition that no more than RON 500,000 nominal value (representing 5,000,000 shares) will be used yearly (with the possibility of rollover to the next year, if this cap is not reached during a specific year), subject to the terms and conditions set forth in these Articles of Association and in accordance with the provisions of Law 31/1990 on companies, republished, as further amended and supplemented and the provisions of Law no. 24/2017 on issuers of financial instruments and market operations, republished, as subsequently amended and supplemented and any other provisions of the capital markets legislation. In order to be able to implement the delegation of the duties regarding the decision to increase the share capital, the Board of Directors is authorised to establish the characteristics of the share capital increase operation (as well as to determine the manner of the share capital increase, including to determine that the share capital increase will take place by subscription in cash or for offsetting certain, liquid and payable claims in accordance with Article 89 of Law no. 24/2017 on issuers of financial instruments and market operations, republished, as subsequently amended and supplemented) and its related processes.”

Resolution no. 11

Approval of the deletion of the current article 12.5 lit. (n) of the Articles of Association

In the presence of shareholders representing 87.331224% (760,911,374 shares) of the share capital and 92.422788% (760,911,374 voting rights) of the total voting rights, with the vote "for" of the shareholders representing 99.830704% (759,632,178 votes) of the votes cast by shareholders present, represented or having cast their vote by mail, with the vote "against" representing 0.001958% (14,899 votes) of the votes cast by shareholders present, represented or having cast their vote by mail (with 921,964 abstentions votes and 351,333 votes not cast):

Approved

11. Approval of the deletion of the current article 12.5 lit. (n) of the Articles of Association (Article 11.5 lit. (n) after renumbering, in case of approval by the EGMS of the above item 8 on the agenda).

Resolution no. 12

Approval of the amendment of the current Article 12.6 of the Articles of Association

In the presence of shareholders representing 87.331224% (760,911,374 shares) of the share capital and 92.422788% (760,911,374 voting rights) of the total voting rights, with the vote "for" of the shareholders representing 99.972454% (760,681,169 votes) of the votes cast by shareholders present, represented or having cast their vote by mail, with the vote "against" representing 0,000000% (0 votes) of the votes cast by shareholders present, represented or having cast their vote by mail (with 35,472 abstentions votes and 174,121 votes not cast):

Approved

12. Approval of the amendment of the current Article 12.6 of the Articles of Association (Article 11.6 after renumbering, in case of approval by the EGMS of the above item 8 on the agenda), which will read as follows:

"[12.6.]/[11.6.]General Meetings shall be convened by the Board of Directors whenever necessary in accordance with the law and the provisions of these Articles of Associations. The Ordinary General Meeting of Shareholders shall be held at least once a year, within the first four months as of the end of each financial year."

Resolution no. 13

Approval of the amendment of the current Article 12.7 of the Articles of Association

In the presence of shareholders representing 87.331224% (760,911,374 shares) of the share capital and 92.422788% (760,911,374 voting rights) of the total voting rights, with the vote "for" of the shareholders representing 99.847772 % (759,732,475 votes) of the votes cast by shareholders present, represented or having cast their vote by mail, with the vote "against" representing 0.000000% (0 votes) of the votes cast by shareholders present, represented or having cast their vote by mail (with 723,056 abstentions votes and 435,231 votes not cast):

Approved

13. Approval of the amendment of the current Article 12.7 of the Articles of Association (Article 11.7 after renumbering, in case of approval by the EGMS of the above item 8 on the agenda), which will read as follows:

“[12.7.]/[11.7.] The Board of Directors shall immediately convene a General Meeting at the request of shareholders representing, individually or jointly, at least 5% of the share capital, if the request contains provisions falling within the powers of the General Meeting. In this case, the General Meeting shall be convened within 30 days and shall meet within 60 days from the date of registration of the aforementioned request with the Company. In addition, one or more shareholders representing at least 5% of the Company's share capital may, by written request addressed to the Board of Directors, request the agenda of a General Meeting communicated to them to be supplemented with new items, within 15 days from the date of the convening of the General Meeting in question. To the extent that the request to supplement the agenda meets all the legal requirements, the Board of Directors shall communicate the convening notice with the agenda supplemented in accordance with Art. [12.8.]/[11.8.] below, at least 10 days before the date set for the General Meeting indicated in the convening notice and before the reference date of the General Meeting of Shareholders.”

Resolution no. 14

Approval of the amendment of the current Article 12.8 of the Articles of Association

In the presence of shareholders representing 87.331224% (760,911,374 shares) of the share capital and 92.422788% (760,911,374 voting rights) of the total voting rights, with the vote "for" of the shareholders representing 99.881623% (759,990,043 votes) of the votes cast by shareholders present, represented or having cast their vote by mail, with the vote "against" representing 0.002115% (16,090 votes) of the votes cast by shareholders present, represented or having cast their vote by mail (with 716,556 abstentions votes and 168,073 votes not cast):

Approved

14. Approval of the amendment of the current Article 12.8 of the Articles of Association (Article 11.8 after renumbering, in case of approval by the EGMS of the above item 8 on the agenda), which will read as follows:

“[12.8.]/[11.8.] Notice of the meeting will be given only by publication in the Official Gazette of Romania, Part IV, and in one of the newspapers of wide circulation in the city where the Company's registered office

is located or in the nearest city. The deadline for the meeting shall be at least 30 days after the date of publication of the notice of meeting in the Official Gazette of Romania, Part IV. ”

Resolution no. 15

Approval of the amendment of the current Article 12.9 of the Articles of Association

In the presence of shareholders representing 87.331224% (760,911,374 shares) of the share capital and 92.422788% (760,911,374 voting rights) of the total voting rights, with the vote "for" of the shareholders representing 99.836139% (759,643,955 votes) of the votes cast by shareholders present, represented or having cast their vote by mail, with the vote "against" representing 0.002115% (16,090 votes) of the votes cast by shareholders present, represented or having cast their vote by mail (with 948,218 abstentions votes and 282,499 votes not cast):

Approved

15. Approval of the amendment of the current Article 12.9 of the Articles of Association (Article 11.9 after renumbering, in case of approval by the EGMS of the above item 8 on the agenda), which will read as follows:

“[12.9.]/[11.9.] General Meetings shall be convened (at each convening of such meeting) at the registered office of the Company or at another location in Romania or abroad. The convening notice shall include the place and date of the General Meeting, as well as the agenda, with an explicit indication of all matters to be discussed at the General Meeting. The notice shall also include any other information required by applicable legal provisions (including laws and regulations applicable to the capital markets). The notice for the first General Meeting may set the date and time of the second General Meeting, if the first one cannot be held. The second General Meeting may not be held on the day set for the first General Meeting. The time limit provided for in Article [12.8.]/[11.8.] shall not apply to the second or subsequent convocation of the General Meeting due to the failure to achieve the quorum and/or majority required for the first convening, provided that the legal provisions were complied with at the time of the first convening, that no new items have been added to the agenda since the first convening and that at least 10 days have lapsed between the final convening and the date of the General Meeting.”

Resolution no. 16

Approval of the amendment of the current Article 12.10 of the Articles of Association

In the presence of shareholders representing 87.331224% (760,911,374 shares) of the share capital and 92.422788% (760,911,374 voting rights) of the total voting rights, with the vote "for" of the shareholders representing 99.950145% (760,511,418 votes) of the votes cast by shareholders present, represented or having cast their vote by mail, with the vote "against" representing 0.000000% (0

votes) of the votes cast by shareholders present, represented or having cast their vote by mail (with 171,432 abstentions votes and 207,912 votes not cast):

Approved

16. Approval of the amendment of the current Article 12.10 of the Articles of Association (Article 11.10 after renumbering, in case of approval by the EGMS of the above item 8 on the agenda), which will read as follows:

"[12.10.]/[11.10.] The General Meeting may also be held by any electronic means, including but not limited to, teleconferences and video conferences."

Resolution no. 17

Approval of the amendment of the current Article 12.11 of the Articles of Association

In the presence of shareholders representing 87.331224% (760,911,374 shares) of the share capital and 92.422788% (760,911,374 voting rights) of the total voting rights, with the vote "for" of the shareholders representing 99.965590% (760,628,937 votes) of the votes cast by shareholders present, represented or having cast their vote by mail, with the vote "against" representing 0.000131% (1,000 votes) of the votes cast by shareholders present, represented or having cast their vote by mail (with 96,432 abstentions votes and 164,393 votes not cast):

Approved

17. Approval of the amendment of the current Article 12.11 of the Articles of Association (Article 11.11 after renumbering, in case of approval by the EGMS of the above item 8 on the agenda), which will read as follows:

"[12.11.]/[11.11.] The minutes of each General Meeting shall be prepared in writing, in accordance with Romanian law, shall be recorded in an appropriate register and shall be signed by the Chairperson and the Secretary of the General Meeting."

Resolution no. 18

Approval of the amendment of the current Article 13.2 of the Articles of Association

In the presence of shareholders representing 87.331224% (760,911,374 shares) of the share capital and 92.422788% (760,911,374 voting rights) of the total voting rights, with the vote "for" of the shareholders representing 99.974592% (760,697,437 votes) of the votes cast by shareholders present, represented or having cast their vote by mail, with the vote "against" representing 0.000250% (1,900 votes) of the votes cast by shareholders present, represented or having cast their vote by mail (with 27,032 abstentions votes and 164,393 votes not cast):

Approved

18. Approval of the amendment of the current Article 13.2 of the Articles of Association (Article 12.2 after renumbering, in case of approval by the EGMS of the above item 8 on the agenda), which will read as follows:

“[13.2.]/[12.2.] The Company shall be governed by a Board of Directors, consisting of five (5) members, one of whom shall hold the office of Chairperson of the Board of Directors.

Resolution no. 19

Approval of the deletion of the current Articles 13.3 and 13.4 of the Articles of Association

In the presence of shareholders representing 87.331224% (760,911,374 shares) of the share capital and 92.422788% (760,911,374 voting rights) of the total voting rights, with the vote "for" of the shareholders representing 99.843768% (759,702,007 votes) of the votes cast by shareholders present, represented or having cast their vote by mail, with the vote "against" representing 0.000000% (0 votes) of the votes cast by shareholders present, represented or having cast their vote by mail (with 653,750 abstentions votes and 535,005 votes not cast):

Approved

19. Approval of the deletion of the current Articles 13.3 and 13.4 (Articles 12.3 and 12.4 after renumbering, in case of approval by the EGMS of the above item 8 on the agenda).

Resolution no. 20

Approval of the amendment of the current Article 14.1 of the Articles of Association

In the presence of shareholders representing 87.331224% (760,911,374 shares) of the share capital and 92.422788% (760,911,374 voting rights) of the total voting rights, with the vote "for" of the shareholders representing 99.930846% (760,364,575 votes) of the votes cast by shareholders present, represented or having cast their vote by mail, with the vote "against" representing 0.000131% (1,000 votes) of the votes cast by shareholders present, represented or having cast their vote by mail (with 29,932 abstentions votes and 495,255 votes not cast):

Approved

20. Approval of the amendment of the current Article 14.1 of the Articles of Association (Article 13.1 after renumbering, in case of approval by the EGMS of the above item 8 on the agenda), which will read as follows:

“[14.1.]/[13.1.] Members of the Board of Directors shall be appointed and removed by the Ordinary General Meeting of Shareholders, with the possibility of re-election for subsequent terms.”

Resolution no. 21

Approval to empower the Board of Directors

In the presence of shareholders representing 87.331224% (760,911,374 shares) of the share capital and 92.422788% (760,911,374 voting rights) of the total voting rights, with the vote "for" of the shareholders representing 99.940046% (760,434,575 votes) of the votes cast by shareholders present, represented or having cast their vote by mail, with the vote "against" representing 0.000131% (1,000 votes) of the votes cast by shareholders present, represented or having cast their vote by mail (with 29,932 abstentions votes and 425,255 votes not cast):

Approved

21. Approval to empower the Board of Directors to issue any decision and to fulfil all the necessary, useful and / or opportune legal acts and deeds, respectively to update the provisions of the current Article 14.5 of the Articles of Association (Article 13.5 after renumbering, in case of approval by the EGMS of the above item 8 on the agenda), for the fulfilment of the decisions to be adopted by the OGMS in accordance with point 1 of the OGMS agenda.

Resolution no. 22

Approval of the amendment of the current Article 15.3 of the Articles of Association

In the presence of shareholders representing 87.331224% (760,911,374 shares) of the share capital and 92.422788% (760,911,374 voting rights) of the total voting rights, with the vote "for" of the shareholders representing 99.938132% (760,420,013 votes) of the votes cast by shareholders present, represented or having cast their vote by mail, with the vote "against" representing 0.000000% (0 votes) of the votes cast by shareholders present, represented or having cast their vote by mail (with 34,932 abstentions votes and 435,817 votes not cast):

Approved

22. Approval of the amendment of the current Article 15.3 of the Articles of Association (Article 14.3 after renumbering, in case of approval by the EGMS of the above item 8 on the agenda), which will read as follows:

"[15.3.]/[14.3.] The management of the Company shall be delegated by the Board of Directors to the Managers of the Company, the latter representing the Company vis-à-vis third parties in accordance with Article [18]/[17] below."

Resolution no. 23

Approval of the amendment of the current Article 15.5(xi) of the Articles of Association

In the presence of shareholders representing 87.331224% (760,911,374 shares) of the share capital and 92.422788% (760,911,374 voting rights) of the total voting rights, with the vote "for" of the shareholders representing 99.731176% (758,845,307 votes) of the votes cast by shareholders present, represented or having cast their vote by mail, with the vote "against" representing 0.021513% (163,690 votes) of the votes cast by shareholders present, represented or having cast their vote by mail (with 1,456,510 abstentions votes) and 425,255 votes not cast):

Approved

23. Approval of the amendment of the current Article 15.5(xi) of the Articles of Association (Article 14.5(xi) after renumbering, in case of approval by the EGMS of the above EGMS agenda item 8), which will read as follows:

“[15.5(xi)]/ [14.5(xi)] increase the share capital of the Company by a maximum nominal amount of 45,569.749.4 lei, representing authorized capital, for a period of 3 (three) years from the date of the resolution of the Extraordinary General Meeting of Shareholders of the Company dated 22 December 2022, through one or more issues of ordinary, registered and dematerialized shares, in compliance with the legal and statutory provisions, pursuant to the delegation of the powers of the Extraordinary General Meeting of Shareholders to increase the share capital;”

Resolution no. 24

Approval of the amendment of the current Article 15.6 of the Articles of Association

In the presence of shareholders representing 87.331224% (760,911,374 shares) of the share capital and 92.422788% (760,911,374 voting rights) of the total voting rights, with the vote "for" of the shareholders representing 99.823187% (759,545,406 votes) of the votes cast by shareholders present, represented or having cast their vote by mail, with the vote "against" representing 0.000978% (7,440 votes) of the votes cast by shareholders present, represented or having cast their vote by mail (with 912,661 abstentions votes and 425,255 votes not cast):

Approved

24. Approval of the amendment of the current Article 15.6 of the Articles of Association (Article 14.6 after renumbering, in case of approval by the EGMS of the above item 8 on the agenda), which will read as follows:

- (a) sub-paragraphs 1-6 shall be replaced by the following:

“[15.6]/[14.6] The Board of Directors shall also have the following duties:

- *changing the object of activity of the Company (except for the domain and main object of activity of the Company which may be changed only by resolution of the Extraordinary General Meeting of Shareholders);*

- *determines the duties of the managers, the manner of organising the work of the managers and supervises the work carried out by the managers of the Company;*
 - *elects a provisional member of the Board of Directors, in case of vacancy, resignation, incompatibility, prohibition, until an appointment by the Ordinary General Meeting of Shareholders;”*
- (b) sub-paragraphs 10 to 11 shall be deleted; and
- (c) sub-paragraphs 12-14 shall be replaced by the following text:
- [15.6]/[14.6]The Board of Directors shall also have the following powers:*
- [...]*
- *makes proposals to the general meeting of shareholders regarding approval of arrangements for employee profit-sharing;*
 - *approves the purchase, sale, construction of its own buildings in the interest of the company's business, except for decisions which are reserved to the General Meeting of Shareholders;*
 - *approves any participation in the form of financial fixed assets in the establishment or development of private companies, with the exception of decisions of this type which are reserved to the General Meeting of Shareholders;”.*

Resolution no. 25

Approval of the amendment of the current Article 16.1 of the Articles of Association

In the presence of shareholders representing 87.331224% (760,911,374 shares) of the share capital and 92.422788% (760,911,374 voting rights) of the total voting rights, with the vote "for" of the shareholders representing 99.814069% (759,476,027 votes) of the votes cast by shareholders present, represented or having cast their vote by mail, with the vote "against" representing 0.000197% (1,500 votes) of the votes cast by shareholders present, represented or having cast their vote by mail (with 736,996 abstentions votes and 676,239 votes not cast):

Approved

25. Approval of the amendment of the current Article 16.1 of the Articles of Association (Article 15.1 after renumbering, in case of approval by the EGMS of the above item 8 on the agenda), which will read as follows:

“[16.1]/[15.1] In order for a meeting of the Board of Directors to be validly held, at least three (3) members of the Board of Directors must be present at the meeting, one of whom must necessarily be the Chairperson of the Board of Directors.”

Resolution no. 26

Approval of the amendment of the current Article 16.4 of the Articles of Association

In the presence of shareholders representing 87.331224% (760,911,374 shares) of the share capital and 92.422788% (760,911,374 voting rights) of the total voting rights, with the vote "for" of the shareholders representing 99.919741% (760,280,075 votes) of the votes cast by shareholders present, represented or having cast their vote by mail, with the vote "against" representing 0.000000% (0 votes) of the votes cast by shareholders present, represented or having cast their vote by mail (with 185,432 abstentions votes and 425,255 votes not cast):

Approved

26. Approval of the amendment of the current Article 16.4 of the Articles of Association (Article 15.4 after renumbering, in case of approval by the EGMS of the above item 8 on the agenda), which will read as follows:

"[16.4]/[15.4] The convening notice for the meeting of the Board of Directors shall be sent in writing, in Romanian and/or English, by electronic mail, at least ten (10) calendar days before the date of the meeting, to each member of the Board of Directors by the Chairperson of the Board of Directors, unless the Board of Directors determines otherwise. If the quorum is not met at the first meeting, the deadline for convening subsequent meetings of the Board of Directors with the same agenda shall be five (5) calendar days. In any case, the Board of Directors shall be obliged to meet at least once every three months. The convening notice shall indicate the date, place and agenda for such meeting, with supporting materials and any additional documentation, as the Chairperson of the Board of Directors may deem necessary. Meetings of the Board of Directors may be held at any time without notice if all members of the Board of Directors are present or if those not present have expressly waived in writing the requirement to receive notice of the meeting."

Resolution no. 27

Approval of the amendment of the current Article 16.5 of the Articles of Association

In the presence of shareholders representing 87.331224% (760,911,374 shares) of the share capital and 92.422788% (760,911,374 voting rights) of the total voting rights, with the vote "for" of the shareholders representing 99.936577% (760,408,185 votes) of the votes cast by shareholders present, represented or having cast their vote by mail, with the vote "against" representing 0.000710% (5,400 votes) of the votes cast by shareholders present, represented or having cast their vote by mail (with 46,922 abstentions votes and 430,255 votes not cast):

Approved

27. Approval of the amendment of the current Article 16.5 of the Articles of Association (Article 15.5 after renumbering, in case of approval by the EGMS of the above item 8 on the agenda), which will read as follows:

“[16.5]/[15.5] Meetings of the Board of Directors shall be held at the registered office of the Company and/or at one or more different locations by telephone conference or videoconference whereby all members can hear and communicate with each other at the same time, or at any other address in Romania agreed by all members of the Board of Directors.”

Resolution no. 28

Approval of the amendment of the current Article 16.6 of the Articles of Association

In the presence of shareholders representing 87.331224% (760,911,374 shares) of the share capital and 92.422788% (760,911,374 voting rights) of the total voting rights, with the vote "for" of the shareholders representing 99.920747% (760,287,737 votes) of the votes cast by shareholders present, represented or having cast their vote by mail, with the vote "against" representing 0.000197% (1,500 votes) of the votes cast by shareholders present, represented or having cast their vote by mail (with 168,270 abstentions votes and 433,255 votes not cast):

Approved

28. Approval of the amendment of the current Article 16.6 of the Articles of Association (Article 15.6 after renumbering, in case of approval by the EGMS of the above item 8 on the agenda), which will read as follows:

“[16.6]/[15.6] By exception, whenever justified by the urgency of the matters to be discussed and the interest of the Company, resolutions of the Board of Directors may also be adopted in writing by correspondence, if such resolutions are signed by each member of the Board of Directors. The originals signed by each member of the Board of Directors shall be sent to the Chairman of the Board of Directors as soon as possible. This procedure may not be used for the adoption of the annual financial statements.”

Resolution no. 29

Approval of the amendment of the current Article 17 of the Articles of Association

In the presence of shareholders representing 87.331224% (760,911,374 shares) of the share capital and 92.422788% (760,911,374 voting rights) of the total voting rights, with the vote "for" of the shareholders representing 99.939599% (760,431,175 votes) of the votes cast by shareholders present, represented or having cast their vote by mail, with the vote "against" representing 0.000053% (400 votes) of the votes cast by shareholders present, represented or having cast their vote by mail (with 33,932 abstentions votes and 425,255 votes not cast):

Approved

29. Approval of the amendment of the current Article 17 of the Articles of Association (Article 16 after renumbering, in case of approval by the EGMS of the above item 8 on the agenda), which will read as follows:

“[17]/[16] Appointment of Managers

[17.1]/[16.1] The Managers of the Company shall be appointed by the Board of Directors for a term of four years, with the possibility of re-election for subsequent terms.

[17.2]/[16.2] The Managers may be appointed from among the members of the Board of Directors or from outside the Board of Directors. The Chairperson of the Board of Directors of the Company may also be appointed as a General Manager.

[17.3]/[16.3] The manner in which the work of all Managers shall be organised shall be determined by decision of the Board of Directors.

[17.4]/[16.4] The members of the Board of Directors of the Company shall each enter into a mandate agreement with the Company for the period of their mandate which shall include the rights and duties and tasks of the Directors and the remuneration received by them. In the event that a member of the Board of Directors is also appointed as a Manager of the Company, then such person shall enter into either one or two mandate agreements with the Company, depending on the date of their election, which shall set out their duties and powers for the performance of their duties as Director and Manager of the Company.”

Resolution no. 30

Approval of the amendment of the current Article 18.1 of the Articles of Association

In the presence of shareholders representing 87.331224% (760,911,374 shares) of the share capital and 92.422788% (760,911,374 voting rights) of the total voting rights, with the vote "for" of the shareholders representing 99.928912% (760,349,862 votes) of the votes cast by shareholders present, represented or having cast their vote by mail, with the vote "against" representing 0.000072% (550 votes) of the votes cast by shareholders present, represented or having cast their vote by mail (with 29,932 abstentions votes and 510,418 votes not cast):

Approved

30. Approval of the amendment of the current Article 18.1 of the Articles of Association (Article 17.1 after renumbering, in case of approval by the EGMS of the above item 8 on the agenda), which will read as follows:

“[18.1]/[17.1] The Managers of the Company shall represent the Company in relation to third parties and in front of the courts. The Managers of the Company shall be responsible for taking all actions related to the management of the Company and representing the Company according to the powers delegated to them by the Board of Directors and in compliance with the exclusive powers reserved by the Articles of Association and the Companies Law to the Board of Directors and the General Meeting of Shareholders.”

Resolution no. 31

Approval of the deletion of the current Article 22.1(i) of the Articles of Association

In the presence of shareholders representing 87.331224% (760,911,374 shares) of the share capital and 92.422788% (760,911,374 voting rights) of the total voting rights, with the vote "for" of the shareholders representing 99.839964% (759,673,065 votes) of the votes cast by shareholders present, represented or having cast their vote by mail, with the vote "against" representing 0.000000% (0 votes) of the votes cast by shareholders present, represented or having cast their vote by mail (with 787,200 abstentions votes and 430,497 votes not cast):

Approved

31. Approval of the deletion of the current Article 22.1(i) of the Articles of Association (Article 21.1(i) after renumbering, in case of approval by the EGMS of the above item 8 on the agenda).

Resolution no. 32

Approval of the ratification of the sale and purchase agreement concluded for 100% of the share capital of AROBS Pannonia Software Kft.

In the presence of shareholders representing 87.331224% (760,911,374 shares) of the share capital and 92.422788% (760,911,374 voting rights) of the total voting rights, with the vote "for" of the shareholders representing 99.994424% (107,602,667 votes) of the votes cast by shareholders present, represented or having cast their vote by mail, with the vote "against" representing 0.005576% (6,000 votes) of the votes cast by shareholders present, represented or having cast their vote by mail (with 652,821,028 abstentions votes and 461,067 votes not cast):

Approved

32. Approval of the ratification of the sale and purchase agreement concluded by the Company, as purchaser, for 100% of the share capital of AROBS Pannonia Software Kft., as per the presentation material related to this agenda item.

Resolution no. 33

Approval of the ratification of the sale and purchase agreement concluded for 99.99% of the share capital of Future Workforce Global S.A.

In the presence of shareholders representing 87.331224% (760,911,374 shares) of the share capital and 92.422788% (760,911,374 voting rights) of the total voting rights, with the vote "for" of the shareholders representing 99.994053% (107,613,351 votes) of the votes cast by shareholders present, represented or having cast their vote by mail, with the vote "against" representing 0.005947% (6,400 votes) of the votes cast by shareholders present, represented or having cast their vote by mail (with 652,821,028 abstentions votes and 449,983 votes not cast):

Approved

33. Approval of the ratification of the sale and purchase agreement concluded by the Company, as purchaser, for 99.99% of the share capital of Future Workforce Global S.A., as per the presentation material related to this agenda item.

Resolution no. 34

Approval of some dates

In the presence of shareholders representing 87.331224% (760,911,374 shares) of the share capital and 92.422788% (760,911,374 voting rights) of the total voting rights, with the vote "for" of the shareholders representing 99.920448% (760,285,459 votes) of the votes cast by shareholders present, represented or having cast their vote by mail, with the vote "against" representing 0.000072% (550 votes) of the votes cast by shareholders present, represented or having cast their vote by mail (with 38,932 abstentions votes and 565,821 votes not cast):

Approved

34. Setting the date of:

- 17 October 2023 identifying the shareholders who will benefit from the effects of the resolutions adopted by the EGMS, in accordance with the provisions of art. 87 para. (1) of Law no. 24/2017; and
- 16 October 2023 as “ex-date” calculated in accordance with the provisions of Article 2 para. (2) letter (l) of Regulation no. 5/2018.

As they are not applicable to this EGMS, the shareholders do not decide on the other aspects set out in art. 176 paragraph (1) of Regulation no. 5/2018 such as date of the guaranteed participation and payment date.

Resolution no. 35

Approval of the empowerment of the Chairperson of the Board of Directors

In the presence of shareholders representing 87.331224% (760,911,374 shares) of the share capital and 92.422788% (760,911,374 voting rights) of the total voting rights, with the vote "for" of the shareholders representing 99.922141% (760,298,337 votes) of the votes cast by shareholders present, represented or having cast their vote by mail, with the vote "against" representing 0.000053% (400 votes) of the votes cast by shareholders present, represented or having cast their vote by mail (with 33,932 abstentions votes and 558,093 votes not cast):

Approved

35. Approval of the empowerment of the Chairperson of the Board of Directors, with the possibility of sub-delegation, to sign, in the name and on behalf of the Company, with full power and authority, any documents, including the resolutions of the EGMS, the Articles of Association of the Company, to file and request the publication of the EGMS resolution in the Official Gazette of Romania Part IV, to receive any documents, to carry out any necessary formalities before the Trade Registry Office, as well as before any other authority, public institutions, legal entities or individuals, and to carry out any acts for implementing and ensuring the opposability of the resolutions to be adopted by the EGMS. The Chairperson of the Board of Directors may delegate all or part of the powers conferred above to any/all persons competent to carry out this mandate.

This resolution has been adopted in accordance with the legal provisions in force and the provisions of the Company's Articles of Association.

Drawn up and signed today, 29.09.2023, in 4 (four) original copies.

Chairman of the Board of Directors / Chairman of the Sitting Mr. Oprean Voicu _____	Secretaries Ms Ciegler Erika-Susanne



AROBS TRANSILVANIA SOFTWARE S.A.

J12/1845/1998, TAX REFERENCE NUMBER: 11291045

Headquarters: Cluj-Napoca, str. Donath, nr. 11, bl. M4, sc. 2, et. 3, ap. 28, Cluj County

**RESOLUTION OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS
AROBS TRANSILVANIA SOFTWARE S.A.
NO. 3 DATED 29 SEPTEMBER 2023**

The Ordinary General Meeting of Shareholders ("**OGMS**") of **AROBS TRANSILVANIA SOFTWARE S.A.**, joint-stock company, with headquarters in Cluj-Napoca, str. Donath, nr. 11, bl. M4, sc. 2, et. 3, ap. 28, Cluj, registered with the Trade Register Office attached to Cluj Court under no. J12/1845/1998, Tax Reference Number 11291045, with subscribed and paid-up share capital of RON 87,129,360.90, divided into 871,293,609 registered shares in dematerialised form with a face value of RON 0.1 each (hereinafter referred to as the "**Company**"),

convened in accordance with the legal provisions and the provisions of the Company's articles of association ("**Articles of Association**"), according to the notice for convening of the OGMS dated 28 August 2023;

legally convened on 29 September 2023, 14:00, at the address Cluj-Napoca, str. Constantin Brâncuși nr. 55-57-59, parter, Conference Room, chaired by Mr Oprean Voicu, Chairman of the Board of Directors, with Ms Ciegler Erika-Susanne as secretary and Ms Haas Ioana Gloria and Evote team as technical secretary;

According to the attendance list of shareholders, Annex 1 hereto, the sitting of the OGMS was attended by shareholders representing 80.900457 % of the share capital and 85.617095% of the number of existing voting rights, and thus the quorum required to adopt this Resolution of the Ordinary General Meeting of Shareholders was met.

Agenda proposed for first and second convening of the Ordinary General Meeting of Shareholders:

- 1.** Appointment of five (5) members to the Board of Directors, from the candidates proposed by the Board of Directors and the shareholders of the Company, for a term of four (4) years from the date of the OGMS Resolution.
- 2.** Setting the date of:
 - 17 October 2023 identifying the shareholders who will benefit from the effects of the resolutions adopted by the OGMS, in accordance with the provisions of art. 87 para. (1) of no. 24/2017; and
 - 16 October 2023 as "ex-date" calculated in accordance with the provisions of Article 2 para. (2) letter (1) of Regulation 5/2018.
- 3.** Approval of the empowerment of the Chairperson of the Board of Directors.

The shareholders present or represented, confirming the aforementioned agenda, have adopted the following resolutions:

Resolution no. 1
Appointment of five (5) members to the Board of Directors

In the presence of shareholders representing 80.906600 % (704,934,037 shares) of the share capital and 85.623597 % (704,934,037 voting rights) of the total voting rights,:

- For Voicu Oprean

with the vote "for" of the shareholders representing 100 % (704,880,510 votes) of the votes cast by shareholders present, represented or having cast their vote by mail, with the vote "against" representing 0.000000 % (0 votes) of the votes cast by shareholders present, represented or having cast their vote by mail (with 14,921 abstentions votes) ;

- For Mihaela-Stela Cleja

with the vote "for" of the shareholders representing 99.995464 % (704,848,537 votes) of the votes cast by shareholders present, represented or having cast their vote by mail, with the vote "against" representing 0.000680 % (4,790 votes) of the votes cast by shareholders present, represented or having cast their vote by mail (with 42,104 abstentions votes) ;

- For Aurelian- Călin Deaconu

with the vote "for" of the shareholders representing 99.968054 % (704,655,331 votes) of the votes cast by shareholders present, represented or having cast their vote by mail, with the vote "against" representing 0.001149 % (8,100 votes) of the votes cast by shareholders present, represented or having cast their vote by mail (with 222,272 abstentions votes) ;

- For Ioan-Alin Nistor

with the vote "for" of the shareholders representing 99.946773 % (704,505,320 votes) of the votes cast by shareholders present, represented or having cast their vote by mail, with the vote "against" representing 0,004622 % (32,582 votes) of the votes cast by shareholders present, represented or having cast their vote by mail (with 357,529 abstentions votes) ;

- For Răzvan-Dimitrie Gârbacea

with the vote "for" of the shareholders representing 99.816499 % (703,587,049 votes) of the votes cast by shareholders present, represented or having cast their vote by mail, with the vote "against" representing 0,173807 % (1,225,134 votes) of the votes cast by shareholders present, represented or having cast their vote by mail (with 83,248 abstentions votes) ;

Approved

1. Appointment of five (5) members to the Board of Directors, from the candidates proposed by the Board of Directors and the shareholders of the Company, for a term of four (4) years from the date of the OGMS Resolution. The candidates proposed by the Board of Directors are as follows:

- Voicu Oprean, for the position of executive member of the Board of Directors
- Mihaela-Stela Cleja, for the position of non-executive member of the Board of Directors
- Răzvan-Dimitrie Gârbacea, for the position of non-executive and independent member of the Board of Directors
- Ioan-Alin Nistor, for the position of non-executive and independent member of the Board of Directors
- Aurelian-Călin Deaconu, for the position of executive member of the Board of Directors

The current terms of office of the members of the Board of Directors, which would have expired on 1 October 2023, shall cease as of the same date, i.e. as of the date of the OGMS resolution appointing the members of the Board of Directors pursuant to this item on the agenda.

Resolution no. 2

Setting certain dates

In the presence of shareholders representing 80.906600 % (704,934,037 shares) of the share capital and 85.623597% (704,934,037 voting rights) of the total voting rights, with the vote "for" of the shareholders representing 99.998751% (704,011,497 votes) of the votes cast by shareholders present, represented or having cast their vote by mail, with the vote "against" representing 0.001249% (8,790 votes) of the votes cast by shareholders present, represented or having cast their vote by mail (with 166,268 abstentions votes and 747,482 votes not cast):

Approved

2. Setting the date of:

- 17 October 2023 identifying the shareholders who will benefit from the effects of the resolutions adopted by the OGMS, in accordance with the provisions of art. 87 para. (1) of no. 24/2017; and
- 16 October 2023 as “ex-date” calculated in accordance with the provisions of Article 2 para. (2) letter (1) of Regulation 5/2018.

As they are not applicable to this OGMS, the shareholders do not decide on the other aspects set out in art. 176 paragraph (1) of Regulation no. 5/2018 such as date of the guaranteed participation and payment date.

Resolution no. 3

Approval of the empowerment of the Chairperson of the Board of Directors

In the presence of shareholders representing 80.906600 % (704,934,037 shares) of the share capital and 85.623597% (704,934,037 voting rights) of the total voting rights, with the vote "for" of the shareholders representing 99.999320% (704,165,685 votes) of the votes of the shareholders present, represented or having cast their vote by mail, with the vote "against" of the shareholders representing 0.000680% (4,790 votes) of the votes of the shareholders present, represented or having cast their vote by mail (with 9,000 abstentions votes and 754,562 votes not cast):

Approved

3. Approval of the empowerment of the Chairperson of the Board of Directors, with the possibility of sub-delegation, to sign, in the name and on behalf of the Company, with full power and authority, any documents, including the resolutions of the OGMS, to file and request the publication of the OGMS resolution in the Official Gazette of Romania Part IV, to receive any documents, to carry out any necessary formalities before the Trade Registry Office, as well as before any other authority, public institutions, legal entities or individuals, and to carry out any acts for implementing and ensuring the opposability of the resolutions to be adopted by the OGMS. The Chairperson of the Board of Directors may delegate all or part of the powers conferred above to any/all persons competent to carry out this mandate.

This resolution has been adopted in accordance with the legal provisions in force and the provisions of the Company's Articles of Association.

Drawn up and signed today, 29 September 2023, in 4 (four) original copies.

Chairman of the Board of Directors / Chairman of the Sitting Mr Oprean Voicu	Secretaries Ms Ciegler Erika-Susanne
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