**AROBS TRANSILVANIA SOFTWARE S.A.**

**11 Donath Street, Building M4, 2nd entrance, 3rd floor, apart. 28**

**Cluj-Napoca, Cluj county, Romania**

**J12/1845/1998, CUI: 11291045**

SUPPLEMENTED CONVening notice

1. Board of Directors of AROBS TRANSILVANIA SOFTWARE S.A., a joint stock company, registered at the Trade Register Office of the Cluj Court under no. J12/1845/1998, CUI 11291045, European Unique Identifier (EUID): ROONRC. J12/1845/1998, headquartered in Cluj-Napoca, 11 Donath Street, Building M4, 2nd entrance, 3rd floor, apart. 28, Cluj county, with a subscribed and entirely paid share capital of 91.139.498,8 RON (hereinafter referred to as "the Company or AROBS"),
2. WHEREAS:
3. A. On July 1st 2022 the convening notice for the General Ordinary and Extraordinary Meetings of the Shareholders of the Company was published with the Official Gazette, Part IV, no. 2792, meeting which was convened for the date of August 1, 2022 (first calling), respectively August 02, 2022 (second calling); and
4. B. Mr. Oprean Voicu, in his capacity as shareholder holding 576.778.772 shares,representing 63,2853% of the Company’s subscribed share capital, requested the Board of Directors to supplement the agenda of the EGMS (as such term is defined below) with an additional point,
5. Pursuant to art. 1171 of Law no. 31/1990 on companies, republished, as subsequently amended and supplemented (“Companies Law”), Law no. 24/2017 on issuers of financial instruments and market operations, as subsequently amended and supplemented (“Law no. 24/2017”), Regulation no. 5/2018 on issuers of financial instruments and market operations, as subsequently amended and supplemented (“Regulation no. 5/2018”), and the Company’s articles of association (the “Articles of Association”),

**SUPPLEMENTS THE AGENDA OF**

the Company’s Ordinary General Meeting of Shareholders (**OGMS**) to be held on 01.08.2022, at 12:00, at the address Cluj Napoca, 55-57-59 Constantin Brâncusi Street, ground floor, Conference Room, at which only the persons registered as shareholders in the Company’s shareholders’ register (kept by the Central Depository S.A.) at the end of the day on 22.07.2022, established as the reference date ("Reference Date"), will be entitled to attend and vote, **remains with the same agenda**.In the event that the quorum is not met on the first call, a second meeting of the OGMS shall be held on 02.08.2022, at 12:00 pm, at the same place and having the same Reference Date; and

the Company’s Extraordinary General Meeting of Shareholders(**EGMS**), to be held on 01.08.2022, at 13:00 , at the address Cluj Napoca, 55-57-59 Constantin Brâncusi Street, ground floor, Conference Room, at which only the persons registered shareholders in the Company’s shareholders’ register (kept by the Central Depository S.A.) at the end of the day on 22.07.2022, established as the reference date ("Reference Date"), will be entitled to attend and vote. In the event that the quorum is not met at the first call, a second meeting of the EGMS shall be held on 02.08.2022, at 13:00, at the same place and with the same agenda and having the same Reference Date;

**The agenda for the first and second convene of the OGMS-** **remains unchanged:**

**1.** Approval of the annual financial statements of the Consolidated Company at the level of the company group of companies on the date and for the financial year ended December 31, 2021, prepared in accordance with the Order of the Minister of Public Finance no. 1802/2014, based on the Directors ' Report for the year 2021 and the report of the independent auditor BDO AUDITORS & ACCOUNTANTS SRL on the Consolidated Annual Financial Statements of the company on the date and for the financial year ended December 31, 2021, as they were made available to shareholders and presented to shareholders at the OGMS meeting.

**2.** Approval of the discharge of the members of the management board for the financial year 2021 ( SECRET VOTE).

**3.** Setting the date of 17.08.2022 as the registration date for identifying the shareholders over whom

the effects of the decisions adopted by the OGMS are reflected, in accordance with the provisions of art. 87 (1) of law no. 24/2017 and the date of 16.08.2022 as” ex-data " calculated in accordance with the provisions of art. 2 para. (2) lit. (l) of regulation no. 5/2018.

**4.** Approval of the power of attorney of the chairman of the Board of Directors, with the possibility of subdelegation, that on behalf and on behalf of the company, with full power and authority, to sign any documents, including OGM decisions and to fulfill any act or formality required by law for the registration of OGM decisions. The chairman of the management board may delegate all or part of the powers conferred above to any person competent to carry out this mandate.

**The supplemented agenda for the first and second convene of the EGMS:**

**1.**Approval of the delegation of the following duties from the General Meeting of shareholders to the Board of Directors, in accordance with the provisions of art.114 of law 31/1990 republished:

* decisions on moving the company's headquarters;
* decisions establishing or abolishing new subsidiaries, branches, representative offices, agencies, etc. of the company;
* decisions concerning the adoption of decisions relating to investments made in other companies and the distribution of profits and losses deriving from those investments;

**2.**Subject to the approval of Item 1 of the EGM agenda, the approval of the amendment of art.12.5 of the Articles of incorporation of the company as follows:

Art. 12.5 The General Meeting (ordinary or extraordinary, depending on the powers provided by law) shall decide on all matters which, according to the law, must be decided by the General Meeting of shareholders, including, but not limited to, the following matters:

1. approve and modify the balance sheet after analyzing the report of the Board of Directors;
2. approves and adopts the financial statements, including the balance sheet and the balance of profit and loss;
3. distributes the company's profit and loss and sets dividends;
4. appoints and dismisses the members of the Management Board and discharges them;
5. decides to sue the members of the Board of Directors for damages to the company and appoints the person authorized to take the action to court;
6. analyzes the activity of the members of the Board of Directors of the company annually or whenever it is needed and decides on how to fulfill their obligations;
7. establishes the revenue and expenditure budget and the work programme for the next financial year;
8. decides on changing the legal form of the company;
9. decide on the modification of the object of activity;
10. decide to increase the share capital;
11. decide to reduce or replenish the share capital;
12. decide to merge with other companies or to split the company;
13. decide on any other amendments or additions to the Articles of Incorporation or on any other decision requiring its approval, in accordance with that Articles of Incorporation and the Companies Act;
14. decides the conclusion of the legal documents by means of which the company will buy, sell, rent, exchange, cede, mortgage, pledge or otherwise dispose of the assets of the company, the value of which exceeds half of the book value of the assets of the company at the date of conclusion of such a document.

**3.**Subject to the approval of Item 1 of the EGM agenda, the approval of the amendment/completion of art.15.5 of the Articles of incorporation of the company as follows:

Art.15.5 the Board of Directors shall have the following basic powers, which may not be delegated to directors:

1. establishment of the main directions of activity and development of society;
2. establishing accounting policies and financial control system, as well as approving financial planning;
3. appointment and the dismissal of directors and the determination of their remuneration;
4. supervising the work of directors;
5. preparation of the annual report, Organization of the general meeting of shareholders and implementation of its decisions;
6. introduction of the application for the opening of the company's insolvency procedure, according to law no. 85/2006 insolvency proceedings;
7. the duties received by the Board of directors from the General Meeting of shareholders, in accordance with art. 114 of the Companies Act.
8. decide on moving the company's headquarters;
9. decides to establish or abolish new subsidiaries, branches, representative offices, agencies, etc. of the company;
10. decide on the adoption of decisions relating to investments in other companies and the distribution of profits and losses deriving from those investments;

**4.**Approval of the completion of the Constitutive Act with the following chapter:

Art.15.6 the board of Directors also holds the following duties:

* expansion of the object of activity of the company, except for the main one;
* establishes the duties of Directors, their remuneration, decides the dismissal of directors;
* establishes the way of organizing the activity of the directors and supervises the work carried out by the directors of the company;
* prepare the annual report, convene and organize the general meetings of the society;
* implement the decisions of the general meetings of shareholders;
* appoint interim directors in case of vacancy, resignation, incompatibility, Prohibition, of one or two directors, until the meeting of the Ordinary General Meeting of shareholders;appoint interim directors in case of vacancy, resignation, incompatibility, prohibition;
* periodically verifies the fulfillment of the requirements of experience and integrity by persons holding management and control positions within the company;
* approves the company's participation in the share capital of other companies and proposes the company's representatives to the boards of directors / representation in which the company is a shareholder or associate;
* proposes for approval to the Extraordinary General Meeting of shareholders the reduction of the share capital, the merger with other companies, any modification of the articles of incorporation or any decision for which the approval of the Extraordinary General Meeting of shareholders is required;
* approves the establishment or abolition of working points, in the country or abroad according to the legal norms in force;
* approve the establishment, suspension, liquidation of commercial companies in the country and / or abroad according to the legal norms in force;
* proposes to approve the general meeting of shareholders the ways of employees ' participation in the company's profit;
* approves the acquisition, alienation, construction of own real estate in the interest of carrying out the activity of the company;
* approves any participation of the nature of financial assets in the formation or development of closed type companies;
* approves the contracting of loans of any type, European funds or any other financial facilities, on behalf of the company, in compliance with the legal provisions;
* approves significant transactions with related parties (i.e. any transfer of resources, services or obligations whether or not it involves the payment of a price, the individual or cumulative value of which represents more than 5% of the company's net assets, according to the latest individual financial reports published by the company);
* Establishes, the main terms and conditions of the legal acts concluded by the general director, on behalf and on behalf of the company, having as object the opening / closing of current accounts with bank or non-bank financial institutions, credit / loan agreements / accessing or closing of any other banking and/or financing product of the company from banking institutions, credit institutions and/or other banking or non-bank financial institutions whose value is allowed by law or articles of incorporation, including the guarantee of financial obligations resulting from the contracting of loans, through movable mortgages on all company accounts, as they will be requested/agreed by financiers, in order to grant loans. The power of attorney thus granted is also valid for the conclusion of any additional acts amending and / or supplementing existing credits or to be contracted;
* decide on the lease or sublease of own immovable property;
* establish relevant criteria for monitoring the results of the work of the executive/ senior management and the company as a whole and annually assess the way the criteria are applied;
* ensures compliance with the requirements (including legal ones) regarding the outsourcing / delegation of operational activities or functions, both before it is carried out and during the entire outsourcing / delegation and only if it will not have the consequence of unjustified increase of operational risk;
* establishing marketing, research and Development, Quality Assurance, environmental protection policies, strategies and plans;
* approval of the conclusion of legal acts that commit the company's patrimony, in compliance with the legal provisions regarding the request for approval of the General Meeting of shareholders, where such approval is necessary;
* adopt other decisions on issues, proposals or assignments given in its competence by the General Meeting of shareholders, the Company Law, the regulations of the Financial Supervisory Authority, the organization and functioning regulation of the company or by other internal procedures and rules;
* it is responsible for submitting to the Trade Register Office within 15 days from the date of the general meeting of shareholders of the annual financial statements, the annual report, the report of the financial auditor;
* register with the Trade Registry Office the names of the persons empowered to represent the company, indicating whether they act together or separately.

**5.**Approval of the distribution through the stock option plan program of the repurchased and undistributed shares until the date of this Extraordinary General Meeting, according to the decision of the General Meeting no. 6 of 24.09.2021 and General Assembly decision no. 4 of 07.03.2022, in the maximum number of 6,379,765 shares, which will be offered for the remuneration and loyalty of employees and members of the management bodies of the company, as well as persons occupying such positions within affiliated companies, as follows:

* - up to a maximum of 0.6% of the share capital at the moment of this decision, for the employees and members of the management bodies of Enea Services Romania S. R. L. and
* - up to a maximum of 0.1% of the share capital at the moment of this decision,for the employees and members of the management bodies of Berg Computers SRL.

**6.**Approval of the distribution through the stock option plan program of the repurchased and undistributed shares until the date of this Extraordinary General Meeting, according to the decision of the General Meeting no. 6 of 24.09.2021 and General Assembly decision no. 4 of 07.03.2022, in the maximum number of 9.843.065 shares, which will be offered for the remuneration and loyalty of employees and members of the management bodies of the company, as well as persons occupying such positions within affiliated companies, as follows:

* - up to a maximum of 0.13% of the share capital at the moment of this decision, for the employees and members of the management bodies of UCMS Group România S.R.L. and
* - up to a maximum of 0.05% of the share capital at the moment of this decision,for the employees and members of the management bodies of SAS Fleet Tracking SRL.
* - up to a maximum of 0.9% of the share capital at the moment of this Decision, for the employees and members of the management bodies of the companies to be acquired by Arobs Transilvania Software SA until 28.04.2023.

**7.**The Board of Directors will be empowered to adopt all and any of the necessary measures and to fulfill all the formalities required for the approval and implementation of the "stock option plan" established by the decision of The Extraordinary General Meeting of shareholders no. 4 of 23.08.2021, such as, but not limited to: (I) determining the criteria based on which the shares of the directors and staff of the company / affiliated companies will be granted, (ii) determining the positions in the organization chart for which the "stock option plan" program will be applicable; (iii) the conditions for acquiring shares; (iv) drawing up and publishing information documents under the law; (v) the actual transfer of shares from the company, in favor of employees and members of the management bodies of the company / affiliated companies etc.

**8.**Establishing the date of 17.08.2022 as a registration date for identifying the shareholders on whom the effects of the decisions adopted by the EGMS are reflected, in accordance with the provisions of art. 87 (1) of law no. 24/2017 and the date of 16.08.2022 as” ex-date" calculated in accordance with the provisions of art. 2 para. (2) lit. (l) of regulation no. 5/2018.

**9.**Approval of the power of attorney of the president of the Board of Directors and of the meeting Secretary to sign together the EGM decision and to perform individually and not together any act or formality required by law for its registration with the Trade Register Office attached to the Cluj Tribunal, as well as for the publication of the EGM decision according to the law.

**Important information regarding the OGMS / EGMS**

1. **Reference date -** The reference date approved by the Board of Directors that serves to identifying the shareholders who have the right to participate in the OGMS / EGMS, and to vote in the first and, respectively, second call, is 22.07.2022 ("Reference Date" ).
2. **Completion of the agenda** and presentation of draft resolutions

One or more shareholders representing, individually or jointly, at least 5% of the share capital is / are entitled to:

- to propose items on the OGMS / EGMS agenda, provided that each item is accompanied by a justification or a draft decision proposed for adoption by the OGMS / EGMS. If the exercise of this right results in the modification of the already published OGMS / EGMS agenda, the Company shall makes available a revised agenda, using the same procedure as the one used for the previous agenda, before the Reference Date and at least 10 days before of the OGMS / EGMS date;

- submit draft resolutions for the items included or proposed to be included on the OGMS / EGMS agenda.

1. **Deadline:** Proposals for additions to the agenda and proposals for draft resolutions shall be submitted so as to be registered by the Company no later than 18.07.2022, 10.00, in writing only, and the proposals made shall be sent by courier to the Company's address in Cluj Napoca, 63 Minerilor Street, or by electronic means to the e-mail address ir@arobs.com, accompanied by the identification documents of the shareholder making such proposals, as set out in Section G below. The agenda with the items thus proposed by the shareholders will be published no later than 21.07.2022.
2. **Addressing questions**: Each shareholder has the right to ask questions regarding the items on the OGMS / EGMS agenda prior to the meeting, and the Company has the obligation to answer shareholders' questions. For identification, shareholders who submit written questions prior to the OGMS / EGMS meeting, will submit the questions to the Company by the means provided in Section G below, accompanied by the shareholder’s identification documents (defined in Section G below). The answers to these questions will be presented at the OGMS/EGMS. The Board of Directors may provide a general answer to questions with the same content. The Board of Directors will publish the answers to the shareholders' questions on the Company's website in the "GMS" section. **Deadline:** the deadline for registration of written questions with the Company is the working day prior to the OGMS / EGMS date (first or second call), respectively 29.07.2022 for the first call and 30.07.2022 for the second call.Shareholders who have not submitted their questions by the above deadline may submit them directly to the OGMS and EGMS in person or via the online meeting platform.

E. **Procedure for attending and voting based on power of attorney**

 General provisions

 Every shareholder registered as of the Reference Date is entitled to appoint any other natural or legal person as attorney to attend and vote on his/her behalf at the EGSM/OGSM, based on a special or general power of attorney.

 A shareholder may appoint a single person to represent him/her at the EGSM/OGSM. However, if the shareholder holds Company’s shares in several securities accounts, this restriction will not prevent him/her to appoint a separate attorney for the shares held in each securities account in relation to the EGSM/OGSM.

 The attorney enjoys the same rights to speak and ask questions at the EGSM/OGSM that the shareholder whom he/she represents would enjoy. To be appointed attorney, the respective person must have legal competence .

If a shareholder is represented by a credit institution providing custody services, it will be able to vote at the EGSM/OGSM based on the voting instructions received by electronic communication means, without the shareholder having to give a special or general power of attorney in this respect. The custodian will vote at the EGSM/OGSM exclusively according to and within the limit of the instructions received from its clients having the quality of shareholders as of the Reference Date.

 In case that, at the EGSM/OGSM, according to legal provisions, of items not included on the published agenda are discussed, the attorney may vote in relation to such topics according to the interest of the shareholder he/she represents. Failure to submit the general or special power of attorneys by the set data is sanctioned by losing the right to vote by attorney at the EGSM/OGSM.

**General power of attorney:** The shareholder may grant a general power of attorney valid for a period of maximum 3 years, unless the parties expressly set a longer period, provided that the power of attorney is granted by the shareholder, as client, to an intermediary defined according to art. 2 par. (1) point 20 of Law no. 24/2017 or to a lawyer. The general power of attorney must contain at least the following information:

1. shareholder’s name;

2. attorney’s name (person to whom power of attorney is granted);

3. power of attorney’s date, as well as it validity period; powers of attorney having a subsequent date will revoke the powers of attorney having a prior date;

4. should state that the shareholder grants power of attorney to the attorney to attend and vote in his/her name, based on the general power of attorney, at the general shareholders meeting for the entire holding of the shareholder as of the Reference date, expressly specifying the Company or containing a generic wording regarding a certain category of issuers.

General powers of attorney failing to contain at least the information above will not be binding for the Company. The general power of attorney cannot be used if the attorney has a conflict of interest that may occur especially in the following cases:

a) is a majority shareholder of the Company or another person controlled by the respective shareholder;

b) is a member of an administrativ, management or supervisory body within the Company, a majority shareholder or a controlled person, according to the provisions of letter a);

c) is an employee or auditor of the Company or of a majority shareholder or a controlled entity, according to the provisions of letter a);

d) is the spouse, relative or up to forth degree in-laws inclusively of one of the natural persons specified under letters a)-c).

By the power of attorney, a shareholder may appoint one or more substitute attorneys securing his/her representation at the EGSM/OGSM in case it is impossible for the empowered person to carry out his/her mandate. In case the power of attorney names several substitute attorneys, the order in which they will carry out the mandate will also be set.

 The attorney may not be replaced by another person unless this right was expressly granted thereto by the shareholder in the power of attorney. If the attorney is a legal person, it may carry out the mandate received through any person who is part of its administration or management body or who is its employee. The powers of attorney, before their first use, are sent to the Company in copy, certified as true copy by the attorney, using the means specified at Section G below, so that the Company registers them at least 48 hours before the date of the first call of the EGSM/OGSM, together with an affidavit, in original, issued by the legal representative of the intermediary or by the lawyer being granted power of attorney by means of the general power of attorney signed and, as the case may be, stamped, stating that:

 - the power of attorney is granted by the respective shareholder, as client, to the intermediary or to the lawyer, as the case may be;

 - the general power of attorney is signed by the shareholder, including by attaching an extended electronic signature, as the case may be.

 The general power of attorney ends:

 - by written revocation by the shareholder having granted it, sent to the Company the latest by the deadline for submitting powers of attorney valid for the EGSM/OGSM, in Romanian or English language; or

- if the shareholder granting the power of attorney loses its quality of shareholder as of the Reference Date; or

- if the attorney loses the quality of intermediary or lawyer.

**Deadline:** The general powers of attorney, before their first use, accompanied by the attorney’s affidavit in original, will be sent to the Company so that the latter may register the same the latest on 30.07.2022, 14:00.

**Special power of attorney**

The special power of attorney may be granted to any person for the purpose of representation at the EGSM/OGSM based on the form made available by the Company and will contain specific voting instructions from the shareholder, clearly stating the voting option for every item included on the EGSM/OGSM agenda. The special power of attorney may be granted only by using the special power of attorney form made available to shareholders by the Company according to section H.

**Deadline:** The Special Powers of Attorney, accompanied by the original declaration of the representative shall be submitted to the Company so as to be registered with the Company no later than 30.07.2022, time: 11:00.

 **F.** **Procedure of voting by correspondence**

The Company’s Shareholders registered as of the Reference Date in the Company’s shareholder register kept by Depozitarul Central S.A. have the option to vote by correspondence by using the ballot form for the vote by correspondence made available to shareholders by the Company, in both Romanian and English language, made available to them starting with 30.06.2022, on the Company's website, in the electronic voting platform or the address of the company from Cluj Napoca, 63 Minerilor street. The vote by correspondence may be exercised by a conventional attorney of the shareholder only in case he/she received from the respective shareholder a special/general power of attorney to be submitted to the Company or if the attorney is a credit institution providing custody services, as detailed at Section E above. If the person representing the shareholder by attending the EGSM/OGSM in person is different than that who expressed the vote by correspondence, for the purpose of the validity of his/her vote, he/she will submit to the EGSM/OGSM meeting secretary a written cancellation of the vote by correspondence signed by the shareholder or by the attorney who voted by correspondence. This will not be necessary in case the shareholder or his/her legal representative is present in person at the EGSM/OGSM. In case of vote by correspondence, the voting ballots, filled in in Romanian or English and signed, together with a copy of the shareholder’s identity document, will be sent to the Company by the means specified at Section G below. The voting ballots by correspondence failing to contain at least the information included in the form made available by the Company will not be binding for the Company. Failure to send the voting ballots by correspondence by the date set is sanctioned by losing the right to vote at the EGSM/OGSM. **Deadline:** The voting ballots by correspondence, together with the specified documents, will be sent to the Company so that the latter may register the same the latest on 30.07.2022, 14:00 A.M.

 **G.** **Shareholders may choose to cast their vote by electronic means of voting.**

**Online voting** through the use of electronic means of voting according to art.197 of FSA Regulation 5/2018 on issuers of financial instruments and market operations by accessing the link <https://arobs.evote.ro> from any device connected to the Internet.

For identification and online access to the GMS, shareholders provide the following information:

1. Natural Persons:

- First and Second name;

- Personal Identification Number (PIN);

- E-mail address;

- Copy of identity document (identity card, passport, residence permit)\*

-  Phone number (optional)

1. Legal persons:

- Name of the legal person;

- Sole identification code;

- First and second name of the legal representative;

- Personal Identification Number (PIN) of the legal representative;

- E-mail address;

- Legal representative identity card (identity card, passport, residence permit) \*

- Copy of the certificate issued by the trade register or any equivalent document issued by a competent authority of the State in which the legal person shareholder is legally registered, presented in the original or a copy in accordance with the original. The documents certifying the quality of the legal representative of the legal entity shareholder will be issued no later than 30 days before the reference date.\*

- Phone number (optional)

Documents submitted in a language other than English will be accompanied by a translation by an authorized translator into Romanian / English.

\* the electronic copy of the above mentioned documents will be uploaded online in the dedicated fields. The files to be uploaded can have one of the following extensions: .jpg, .pdf, .png.The shareholder can log in and vote whenever it wants in the interval designated for voting by mail and / or live, the last voting option being the registered one.

The identification made by the Company in the case of natural persons gives access to the General Meetings of the Company in case the respective natural person is a shareholder in the related reference data. The identification made by the Company in the case of legal entities, special or general proxies gives access to the General Meetings of the Company after proving each time the validity of the legal representative, respectively of the authorized person.

In the event that after the identification process there are discrepancies between the data provided by the shareholder and those in the Register of Shareholders at the reference date, the shareholder will be notified and will be directed to contact the Shareholders’ Relations Department at ir@arobs.com.

Voting forms by mail can be sent electronically by electronic means of voting according to art.197 of Regulation 5/2018 of the FSA. on issuers of financial instruments and market operations. The identification and casting of the vote by electronic mail is done by accessing the link: <https://arobs.evote.ro>.

Electronic voting forms may be submitted at any time from the beginning of the vote until the live session of the general meeting of shareholders, the last voting option submitted being the registered one.

In the event that the shareholder who voted by mail participates in the general meeting in person or by representative (provided that a special / general power of attorney was sent in accordance with the conditions mentioned in this call), the vote by mail cast for that GMS will remain valid only if the shareholder does not express another voting option in person or through a representative.

If the person representing the shareholder by personal participation in the general meeting is other than the one who expressed the vote by mail, then for the validity of his vote he presents to the meeting a written revocation of the vote by mail signed by the shareholder or the representative who expressed the vote by correspondence.

 **H.** **Ways of transmitting documents and other formalities**

All documents mentioned in this call as necessary in order to exercise the shareholder rights related to the OGMS / EGMS will be sent to the Company so as to be registered by the Company within the deadlines provided by this call, as follows: - by submission to the Registry or mail with confirmation of receipt at: Romania, Cluj-Napoca, 63 Minerilor Street, Cluj County, with the statement clearly expressed on the envelope: "For the Ordinary / Extraordinary General Meeting AROBS Transilvania Software SA dated 01.08.2022/02.08.2022" or - to the e-mail address ir@arobs.com with an extended electronic signature incorporated according to Law no. 455/2001 regarding the electronic signature, with the clear mention on the subject of the e-mail: "For the Ordinary / Extraordinary General Meeting of AROBS Transilvania Software S.A. from 01.08.2022/02.08.2022".

The identification documents mentioned in this call always refer to:

(a) copy of the valid identity document of the natural person shareholder (identity card / passport), bearing the shareholder's signature, date and the statement "According to the original"; or

(b) proof that the person signing the deed exercising the right or procedure provided for in this call is the legal representative of the shareholder (if the shareholder did not provide the central depository / participant with appropriate information on his legal representative) and, in any case, a copy of the identity card / passport of the legal representative bearing the shareholder's signature, the date and the statement "According to the original".

 Documents certifying the status of legal representative drawn up in a foreign language other than English will be accompanied by a translation by an authorized translator into Romanian or English. If the legal entity shareholder has not provided the Central Depository SA/ participant with appropriate information regarding his legal representative, proof of legal status of the shareholder shall be provided on the basis of relevant documents issued by the trade register or other similar authority of the state in which the shareholder is registered, within the validity period.

 The quality of shareholder, as well as, in the case of legal entities shareholders or entities without legal personality, the quality of legal representative is established based on the list of shareholders from the Reference Date, received by the Company from DEPOZITARUL CENTRAL - SA, on based on the following documents submitted to the Company by the shareholder, issued by DEPOZITARUL CENTRAL - SA or by participants providing custody services:

a) the statement of account showing the quality of shareholder and the number of shares held;

b) documents certifying the registration of the information regarding the legal representative at the CENTRAL DEPOSITOR - S.A./respective participants.

 **I.** **Obligations of the representative. Submission of powers of attorney and copies of identity documents**

The representative shall be required to vote in accordance with the instructions given by the nominating shareholder. In the case of the special power of attorney, an original copy, completed in Romanian or English and signed by the shareholder, together with a copy of the identity document of the shareholder and the representative, will be sent to the Company according to Section G above. Special powers of attorney that do not contain at least the information contained in the form provided by the Company are not opposable to the Company.

Deadline: The special powers of attorney, accompanied by the mentioned documents will be sent to the Company so that they will be registered with the Company no later than 30.07.2022, 14:00.

 **J**. **Documents and information materials for the OGMS / EGMS**

Documents and information materials on the items on the OGMS / EGMS agenda, this call, draft decisions, total number of shares and voting rights at the date of the convocation, as well as special power of attorney forms and correspondence forms for the EGMS will be made available to shareholders, both in Romanian and in English, starting with 30.06.2022, at the office of the Romanian Company, Cluj-Napoca, 63. Minerilor street, Cluj county and will be made available on the Company’s website (www.arobsgrup.ro, “Investors” section <General Shareholders’ Meetings).

At the date of the call, the share capital of the Company consists of 911.394.988 registered shares, of which 80.202.758 shares are held by the Company and do not confer voting rights. Therefore, at the date of the convocation, the total number of voting rights attached to the shares issued by the Company is 831.192.230 voting rights. The draft decisions proposed by the shareholders will be added to the Company's website as soon as possible, after their receipt by the Company. Additional information can be obtained from the Investor Relations Department at the e-mail address: ir@arobs.com; and on the Company’s website [www.arobsgrup.ro](http://www.arobsgrup.ro).

**Recommendation**

Arobs Transilvania Software S.A. recommends its shareholders that, as far as possible:

• to access the informative materials in electronic format,

• to vote by mail,

• use electronic means of communication.

Voicu OPREAN

Președinte Consiliu Administrație