

To: *Bursa de Valori București S.A.*

Autoritatea de Supraveghere Financiară

CURRENT REPORT 28/2023

According to Law nr. 24/2017 regarding issuers of financial instruments and market operations, ASF regulation nr. 5/2018 regarding the issuers of financial instruments and market operations and/or the Bucharest Stock Exchange Rulebook for Multilateral Trading System.

Date of report	19.04.2023
Name of the Company	Arobs Transilvania Software S.A.
Registered Office	11 Donath Street, building M4, entrance 2, 3rd floor, ap. 28, Cluj-Napoca, Cluj, Romania
Email	ir@arobs.com
Phone	+40 31 860 21 01
Website	www.arobs.com
Registration nr. with Trade Registry	J12/1845/1998
Fiscal Code	RO 11291045
Subscribed and paid share capital	91,139,498.80 lei
Total number of shares	911,394,988
Symbol	AROBS
Market where securities are traded	MTS AeRO Premium

Important events to be reported: Resolutions of the EGMS dated 19.04.2023

On 19.04.2023, starting with 13:00, in Cluj Napoca, at 55-57-59 Constantin Brancusi Street, ground floor, Conference Room, took place the Extraordinary General Meeting of Shareholders of Arobs Transilvania Software S.A. (hereinafter referred to as the "Company"). The legal and statutory quorum was constituted at first convocation.

The resolutions of the Extraordinary General Meeting of Shareholders of the Company are attached to this current report.

Voicu OPREAN

President of the Board of Directors

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. 1 DATED APRIL 19, 2023**

The Extraordinary General Meeting of Shareholders ("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 91,139,498.80, divided into 911,394,988 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 Incorporation, according to the notice for convening of the Extraordinary General Meeting of Shareholders of the Company (EGMS) dated March 16, 2023;

legally convened on April 19, 2023 / April 20, 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 to the Minutes of the Extraordinary General Meeting of Shareholders dated April 19, 2023, the sitting of the Extraordinary General Meeting of Shareholders ("EGMS") was attended by shareholders representing 76.162867 % of the share capital and 84.144542 % of the number of existing voting rights, and thus the quorum required to adopt this Resolution of the Extraordinary General Meeting of Shareholders was met.

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

1. Approval for the future of the admission to trading of the Company's shares on the regulated market administered by the Bucharest Stock Exchange, through transfer from the AeRO alternative trading system of the Bucharest Stock Exchange, and the empowerment of the Board of Directors of the Company, with the possibility of sub-delegation, to set the date, as well as any and all conditions regarding the admission to trading of the Company's shares on the regulated market administered by the Bucharest Stock Exchange,

including to conclude contracts with intermediaries and/or consultants necessary for the purpose of admission to trading on this market, as well as to undertake all necessary actions and formalities before the Financial Supervisory Authority, the Bucharest Stock Exchange, the Central Depository, the Trade Register and/or any other institution for this purpose.

2. Approval of the distribution through the stock option plan of a maximum number of 271,563 shares out of those repurchased and undistributed until the date of this Extraordinary General Meeting, in addition to those established by the Resolution of the General Meeting No. 6 dated 01.08.2022 and the Resolution of the General Meeting No.7 dated 22.12.2022, to employees and members of the Company's management bodies, as well as to persons holding such positions in the affiliated company Berg Computers SRL.

3. Approval of the distribution through the stock option plan of a maximum of 89,939 of the repurchased and undistributed shares as of the date of this Extraordinary General Meeting to employees and members of the management bodies of the Company, as well as to persons holding such positions in the affiliated company COSO BY AROBS B.V.

4. Approval of 04.07.2023 as the record date for the identification of the shareholders on whom the effects of the above resolution no. 1 on the EGMS agenda will be reflected, in accordance with the provisions of art. 87 (1) of Law 24/2017 and of 03.07.2023 as the ex-date calculated in accordance with the provisions of art. 2 para. (2) lit. (1) of Regulation 5/2018;

5. Approval of the reduction of the share capital of Arobs Transilvania Software SA, pursuant to Art. 207 para. (1) lit. c) of Law no. 31/1990 on companies, from 91,139,498.8 RON to 87,129,360.9 RON, respectively 4,010,137.9 RON, following the cancellation of a number of 40,101,379 own shares acquired by the company, in accordance with the EGMS Resolution no. 4 of 23.08.2021 and EGMS Resolution no. 8 of 11.10.2021 and not distributed within the legal term, pursuant to art. 104¹ para. (3) of the Companies Law no. 31/1990 republished, as amended. After the reduction, the share capital of Arobs Transilvania Software SA will amount to RON 87,129,360.9 divided into 871,293,609 ordinary, registered, dematerialised shares with a nominal value of RON 0.1 each.

6. With a view to and subject to the approval of item 5 on the EGMS agenda, the approval of the amendment of Article 6, items 6.1 and 6.2 of the Articles of Association, as a result of the reduction of the share capital, which will have the following content:

"Art. 6. Share Capital

6.1 The share capital is expressed in RON. The total share capital is 87,129,360.9 RON, being fully subscribed and paid up.

6.2 The total share capital is divided into 871,293,609 registered, ordinary and dematerialised shares, each with a nominal value of 0.1 RON. "

7. With a view to and subject to the approval of item 5 on the EGMS agenda, approval of the empowerment of the members of the Board of Directors, with the possibility of sub-delegation, to carry out all legal procedures and formalities and to sign any documents necessary for the implementation of the Decision under item 5, including before the Financial Supervisory Authority, the Bucharest Stock Exchange, the Central Depository, the Trade Registry and/or any other institution for this purpose.

8. Approval of the authorization of the Chairman of the Board of Directors and the Secretary of the Meeting to jointly sign the resolution of the EGMS and to carry out individually and not jointly any act or formality required by law for its registration at the Commercial Registry Office of the Cluj Court, as well as for the publication of the resolution of the EGMS according to the law.

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

Resolution no. 1

Approval for the future of the admission to trading of the Company's shares on the regulated market administered by the Bucharest Stock Exchange

In the presence of shareholders representing 76.162922 % (694,145,054 shares) of the share capital and 84.144602% (694,145,054 voting rights) of the total voting rights, with the vote "for" of the shareholders representing 99.934588 % (693,691,003 votes) of the votes cast by shareholders present, represented or having cast their vote by mail, with the vote "against" representing 0% (0 votes) of the votes cast by shareholders present, represented or having cast their vote by mail (with 0% abstentions (0 votes) and 0.065412% votes not cast (454,051 votes)):

Approved

1. Approval for the future of the admission to trading of the Company's shares on the regulated market administered by the Bucharest Stock Exchange, through transfer from the AeRO alternative trading system of the Bucharest Stock Exchange, and the empowerment of the Board of Directors of the Company, with the possibility of sub-delegation, to set the date, as well as any and all conditions regarding the admission to trading of the Company's shares on the regulated market administered by the Bucharest Stock Exchange, including to conclude contracts with intermediaries and/or consultants necessary for the purpose of admission to trading on this market, as well as to undertake all necessary actions and formalities before the Financial Supervisory Authority, the Bucharest Stock Exchange, the Central Depository, the Trade Register and/or any other institution for this purpose.

Resolution no. 2

Approval of the distribution of shares through the stock option plan to employees

of Berg Computers SRL

In the presence of shareholders representing 76.162922 % (694,145,054 shares) of the share capital and 84.144602% (694,145,054 voting rights) of the total voting rights, with the vote "for" of the shareholders representing 99.623951% (691,534,726 votes) of the votes cast by shareholders present, represented or having cast their vote by mail, with the vote "against" representing 0.227672% (1,580,372 votes) of the votes cast by shareholders present, represented or having cast their vote by mail (with 0.082966% abstentions (575,905 votes) and 0.065412% votes not cast (454,051 votes)):

Approved

2. Approval of the distribution through the stock option plan of a maximum number of 271,563 shares out of those repurchased and undistributed until the date of this Extraordinary General Meeting, in addition to those established by the Resolution of the General Meeting No. 6 dated 01.08.2022 and the Resolution of the General Meeting No.7 dated 22.12.2022, to employees and members of the Company's management bodies, as well as to persons holding such positions in the affiliated company Berg Computers SRL.

Resolution no. 3

Approval of the distribution of shares under the stock option plan to employees of COSO BY AROBS B.V.

In the presence of shareholders representing 76.162922 % (694,145,054 shares) of the share capital and 84.144602% (694,145,054 voting rights) of the total voting rights, with the vote "for" of the shareholders representing 99.418276 % (690,107,044 votes) of the votes of the shareholders present, represented or having cast their vote by mail, with the vote "against" of the shareholders representing 0.434374% (3,015,186 votes) of the votes of the shareholders present, represented or having cast their vote by mail (with 0.081939% abstentions (568,773 votes) and 0.065412% votes not cast (454,051 votes)):

Approved

3. Approval of the distribution through the stock option plan of a maximum of 89,939 of the repurchased and undistributed shares as of the date of this Extraordinary General Meeting to employees and members of the management bodies of the Company, as well as to persons holding such positions in the affiliated company COSO BY AROBS B.V.

Resolution no. 4

Setting the record date and ex-date

In the presence of shareholders representing 76.162922 % (694,145,054 shares) of the share capital and 84.144602% (694,145,054 voting rights) of the total voting rights, with the vote "for" of the shareholders representing 99.889125% (693,375,420 votes) of the votes of the shareholders present, represented or having cast their vote by mail, with the vote "against" of the shareholders representing 0.004110% (28,532 votes) of the votes of the shareholders present, represented or having cast their vote by mail (with 0.041281% abstentions (286,551 votes) and 0.065484% votes not cast (454,551 votes)):

Approved

4. Approval of 04.07.2023 as the record date for the identification of the shareholders on whom the effects of the above resolution no. 1 on the EGMS agenda will be reflected, in accordance with the provisions of art. 87 (1) of Law 24/2017 and of 03.07.2023 as the ex-date calculated in accordance with the provisions of art. 2 para. (2) lit. (1) of Regulation 5/2018;

Resolution no. 5

Approval of the reduction of the share capital of Arobs Transilvania Software SA

In the presence of shareholders representing 76.162924 % (694,145,074 shares) of the share capital and 84.144605% (694,145,074 voting rights) of the total voting rights, with the vote "for" of the shareholders representing 99,512492% (690,761,064 votes) of the votes of the shareholders present, represented or having cast their vote by mail, with the vote "against" of the shareholders representing 0.033424% (232,014 votes) of the votes of the shareholders present, represented or having cast their vote by mail (with 0.388669% abstentions (2.697.925 votes) and 0.065414% votes not cast (454,071 votes)):

Approved

5. Approval of the reduction of the share capital of Arobs Transilvania Software SA, pursuant to Art. 207 para. (1) lit. c) of Law no. 31/1990 on companies, from 91,139,498.8 RON to 87,129,360.9 RON, respectively 4,010,137.9 RON, following the cancellation of a number of 40,101,379 own shares acquired by the company, in accordance with the EGMS Resolution no. 4 of 23.08.2021 and EGMS Resolution no. 8 of 11.10.2021 and not distributed within the legal term, pursuant to art. 104¹ para. (3) of the Companies Law no. 31/1990 republished, as amended. After the reduction, the share capital of Arobs Transilvania Software SA will amount to RON 87,129,360.9 divided into 871,293,609 ordinary, registered, dematerialised shares with a nominal value of RON 0.1 each.

Resolution no. 6

Amendment of Article 6, points 6.1 and 6.2 of the Articles of Association

In the presence of shareholders representing 76.162924 % (694,145,074 shares) of the share capital and 84.144605% (694,145,074 voting rights) of the total voting rights, with the vote "for" of the shareholders representing 99.511772% (690,756,064 votes) of the votes of the shareholders present, represented or having cast their vote by mail, with the vote "against" of the shareholders representing 0.033424% (232,014 votes) of the votes of the shareholders present, represented or having cast their vote by mail (with 0.388515% abstentions (2,696,855 votes) and 0.066289% votes not cast (460,141 votes)):

Approved

6. With a view to and subject to the approval of item 5 on the EGMS agenda, the approval of the amendment of Article 6, items 6.1 and 6.2 of the Articles of Association, as a result of the reduction of the share capital, which will have the following content:

"Art. 6. Share Capital

6.1 The share capital is expressed in RON. The total share capital is 87,129,360.9 RON, being fully subscribed and paid up.

6.2 The total share capital is divided into 871,293,609 registered, ordinary and dematerialised shares, each with a nominal value of 0.1 RON. "

Resolution no. 7

Empowerment of the Board of Directors

In the presence of shareholders representing 76.162924 % (694,145,074 shares) of the share capital and 84.144605% (694,145,074 voting rights) of the total voting rights, with the vote "for" of the shareholders representing 99.537294% (690,933,224 votes) of the votes of the shareholders present, represented or having cast their vote by mail, with the vote "against" of the shareholders representing 0.006439% (44,696 votes) of the votes of the shareholders present, represented or having cast their vote by mail (with 0.390852% abstentions (2,713,083 votes) and 0.065414% votes not cast (454,071 votes)):

Approved

7. With a view to and subject to the approval of item 5 on the EGMS agenda, approval of the empowerment of the members of the Board of Directors, with the possibility of sub-delegation, to carry out all legal

procedures and formalities and to sign any documents necessary for the implementation of the Decision under item 5, including before the Financial Supervisory Authority, the Bucharest Stock Exchange, the Central Depository, the Trade Registry and/or any other institution for this purpose.

Resolution no. 8

Empowerment of the Chairman of the Board of Directors and the Secretary of the Meeting

In the presence of shareholders representing 76.162924 % (694,145,074 shares) of the share capital and 84.144605% (694,145,074 voting rights) of the total voting rights, with the vote "for" of the shareholders representing 99.921201% (693,598,097 votes) of the votes of the shareholders present, represented or having cast their vote by mail, with the vote "against" of the shareholders representing 0.000576% (4,000 votes) of the votes of the shareholders present, represented or having cast their vote by mail (with 0.012004% abstentions (83,326 votes) and 0.066218% votes not cast (459,651 votes)):

Approved

8. Approval of the authorization of the Chairman of the Board of Directors and the Secretary of the Meeting to jointly sign the resolution of the EGMS and to carry out individually and not jointly any act or formality required by law for its registration at the Commercial Registry Office of the Cluj Court, as well as for the publication of the resolution of the EGMS according to the law.

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

Drawn up and signed today, April 19, 2023, in 4 (four) original copies.

Chairman of the Board of Directors / Chairman of the Sitting

Mr Oprean Voicu

Secretaries

Ms Ciegler Erika-Susanne