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. ........... DATED [29 SEPTEMBER 2023/ 2 OCTOBER 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/ 2 October 2023], 14:00, at the address Cluj-Napoca, str. Constantin Brâncuşi nr. 55-57-59, parter, Conference Room, chaired by [Mr Oprean Voicu], Chairman of the Board of Directors**,** with Mr/ Ms [•] as secretary and Mr/ Ms [•] as technical secretary

[***Drafting note****: Please confirm/complete, as appropriate, the chairperson and secretaries of the meeting.]*

According to the attendance list of shareholders, Annex 1 hereto, the sitting of the OGMS was attended by shareholders representing [•] % of the share capital and [•] % 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.

[***Drafting note****: Please fill in quorum information.*]

**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 (l) of Regulation 5/2018.

1. 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:

[*Drafting note: Please fill in the quorum and majority voting information for each resolution below.*]

Resolution no. 1

Appointment of five (5) members to the Board of Directors

In the presence of shareholders representing [●] % ([●] shares) of the share capital and [●]% ([●] voting rights) of the total voting rights, with the vote "for" of the shareholders representing [●] % ([●] votes) of the votes cast by shareholders present, represented or having cast their vote by mail, with the vote "against" representing [●]% ([●] votes) of the votes cast by shareholders present, represented or having cast their vote by mail (with [●]% abstentions ([●] votes) and [●]% votes not cast ([●] votes)):

[Approved] / [Rejected]:

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 [●] % ([●] shares) of the share capital and [●]% ([●] voting rights) of the total voting rights, with the vote "for" of the shareholders representing [●] % ([●] votes) of the votes cast by shareholders present, represented or having cast their vote by mail, with the vote "against" representing [●]% ([●] votes) of the votes cast by shareholders present, represented or having cast their vote by mail (with [●]% abstentions ([●] votes) and [●]% votes not cast ([●] votes)):

[Approved] / [Rejected]:

1. 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 (l) 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 [●] % ([●] shares) of the share capital and [●]% ([●] voting rights) of the total voting rights, with the vote "for" of the shareholders representing [●] % ([●] votes) of the votes of the shareholders present, represented or having cast their vote by mail, with the vote "against" of the shareholders representing [●]% ([●] votes) of the votes of the shareholders present, represented or having cast their vote by mail (with [●]% abstentions ([●] votes) and [●]% votes not cast ([●] votes)):

[Approved] / [Rejected]:

1. 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 esnuring 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/ 2 October 2023], in 4 (four) original copies.

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| **Chairman of the Board of Directors** **/ Chairman of the Sitting**  [Mr Oprean Voicu]  \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ | Secretaries  Mr/ Ms [•]  \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ |
|  | \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ |

**ANNEX 1**

**ATTENDANCE LIST FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS OF AROBS TRANSILVANIA SOFTWARE S.A. NO. ...... ON [29.09.2023 / 2.10.2023]**

**[*Attached as a separate document*]**