Special Power of Attorney (Secret vote)

for shareholders legal entities

for the Ordinary General Meetings of Shareholders of AROBS TRANSILVANIA SOFTWARE S.A.

dated 29.09.2023/2.10.2023

The undersigned, \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

\* Please fill in the name of the shareholder legal entity

with registered office located in \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, registered with the Trade Register / similar entity for non-resident legal entities under no. \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, tax reference number / registration number equivalent for non-resident legal entities \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_,

duly represented by \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

\* Please fill in the surname and first name of the legal representative of the shareholder legal person, as they appear in the documents proving the status of representative

as shareholder of **AROBS TRANSILVANIA SOFTWARE S.A.**, a joint-stock company with its registered office in Romania, Cluj-Napoca, str. Donath, nr. 11, bl. M4, sc. 2, et. 3, ap. 28, Cluj County, registered with the Trade Register Office attached to Cluj Court under no. J12/1845/1998, Tax Reference Number 11291045, Romania (the “**Company**”),

we hereby authorize: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_,

\* Please fill in the surname and first name of the authorized private individual to whom this Power of Attorney is granted

identified with Identity card / Passport series \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ no. \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, delivered by \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, Personal Identification Number \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, residing in \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

OR

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

\* Please fill in the name of the shareholder legal entity

with registered office located in \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, registered with the Trade Register / similar entity for non-resident legal entities under no. \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, tax reference number / registration number \_\_\_\_\_\_\_\_\_\_\_, equivalent for non-resident legal entities \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_,

duly represented by \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

\* Please fill in the surname and first name of the legal representative of the shareholder legal person, as they appear in the documents proving the status of representative.

as my representative in the Ordinary General Meeting of Shareholders of the Company to be held on 29.09.2023, 14:00 (Romanian Time) – first convening and 2.10.2023, 14:00 (Romanian Time) – second convening, to exercise the voting right related to my interests registrated in the shareholder ledger on the reference date, as follows:

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.

|  |  |  |  |
| --- | --- | --- | --- |
|  | FOR | AGAINST | ABSTAIN |
| **Voicu Oprean** |  |  |  |
| **Mihaela-Stela Cleja** |  |  |  |
| **Răzvan-Dimitrie Gârbacea** |  |  |  |
| **Ioan-Alin Nistor** |  |  |  |
| **Aurelian-Călin Deaconu** |  |  |  |

*Note: Indicate the vote cast by ticking an "X" in one of the spaces for "FOR", "AGAINST" or "ABSTAIN". Where more than one space is ticked with an "X" or no space is ticked, that vote shall be deemed invalid/not cast.*

This Special Power of Attorney:

1. is valid only for the Odinary General Meeting of Shareholders for which it has been requested, and the representative has the obligation to vote in accordance with the instructions given by the appointing shareholder, under the penalty of the vote being cancelled by the secretaries of the Ordinary General Meeting of Shareholders;
2. the deadline for recording special powers of attorney with the Company is 27.09.2023, 14:00 (Romanian Time);
3. shall be drawn up in 3 original copies, of which: one copy shall remain with the principal, one copy shall be handed over to the agent and one copy shall be served to the Company;
4. shall be signed and dated by the principal shareholder; in the case of collective shareholders, it shall be signed by all collective shareholders;
5. shall be filled in by the principal shareholder in all the fields marked;
6. contains information in accordance with the Company's Articles of Incorporation, Law 31/1990, Law 24/2017.

Enclosed to this Special Power of Attorney:

- the Confirmation of Company Details, in original or certified true copy, issued by the Trade Register or any other document, in original or certified true copy, issued by a competent authority in the State where the undersigned is legally incorporated, not older than 30 days prior to the reference date (**19.09.2023**) and allowing the identification of the undersigned in the shareholder ledger of AROBS TRANSILVANIA SOFTWARE S.A. issued by Depozitarul Central S.A. If Depozitarul Central S.A. has not been informed in due time about the name of the legal representative of the undersigned (so that the shareholder ledger on the reference date reflects this), the above-mentioned Confirmation of Company Details / similar documents must prove the legal representative of the undersigned.

- copy of the identity document of the agent private individual (Identity Card or passport for Romanian citizens, or passport or residency card for foreign citizens).

OR

- in the case of the agent legal entity, we also enclose its Confirmation of Company Details, in original or certified true copy, issued by the Trade Register or any other document, in original or certified true copy, issued by a competent authority in the State of origin, indicating, inter alia, the identity of its legal representative, not older than 30 days prior to the reference date.

- proof that the agent is either an intermediary (according to the provisions of Article 2 paragraph (1) section (19) of Law 24/2017) or a lawyer, and the shareholder is the client of the agent.

The Special Power of Attorney was granted on: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

\*If the shareholder successively sends more than one General Power of Attorney, the General Power of Attorney having a later date revokes the previous General Power(s) of Attorney

Name of **SHAREHOLDER** legal entity: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Surname and first name **SHAREHOLDER'S** legal representative: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

\* Please fill in the name of the shareholder legal entity and the surname and first name of the legal representative, in clear capital letters

**SHAREHOLDER 'S** signature: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

\*Please fill in the signature of the legal representative of the shareholder legal entity and affix the seal.

**Surname and first name of AGENT**: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

\*In the case of the agent legal entity, fill in the corporate name and the surname of the representative of the legal entity

**AGENT'S signature**: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_