

**AROBS TRANSILVANIA SOFTWARE S.A.**

**J12/1845/1998, TAX REFERENCE NUMBER: 11291045**

**Headquarters: Cluj-Napoca, 11 Donath Street, Building M4, 2nd entrance, 3rd floor, apart. 28,  
Cluj county**

**RESOLUTION OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS  
AROBS TRANSILVANIA SOFTWARE S.A.  
NO. .... DATED [29.04.2024-30.04.2024]**

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 28.03.2024;

legally convened on [29.04.2024/30.04.2024], 10:45, 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 Mr/ Ms [●] as secretary and Mr/ Ms [●] as technical secretary;

According to the attendance list of shareholders, Annex 1 hereto, the meeting of the EGMS 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 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 5.2 of the Articles of Association, in order to reduce the scope of the object of activity of the Company, in accordance with the provisions of Articles 106, 122 of Law 265/2022, with the amended version reading as follows:

*"5.2 The Company also carries out the following secondary activities:*

- CAEN code 2611 - *Manufacture of electronic sub-assemblies (modules).*
- Code CAEN 2612 - *Manufacture of other electronic components*
- CAEN Code 2651 - *Manufacture of instruments and devices for measuring, checking, testing, checking, navigating*
- CAEN Code 4651 - *Wholesale of computers, peripheral equipment and software;*

- CAEN code 4652 - Wholesale of electronic and telecommunications equipment and components;
- CAEN Code 4741 - Retail sale of computers, peripheral equipment and software in specialised stores
- CAEN Code 4742 - Retail sale of telecommunications equipment in specialised stores;
- CAEN Code 4791 - Retail sale via mail order houses or via the Internet;
- CAEN Code 5210 - Warehousing;
- CAEN Code 5821 - Publishing activities of computer games;
- CAEN Code 5829 - Publishing activities of other software products;
- CAEN Code 6110 - Wired telecommunications activities;
- Code CAEN 6120 - Telecommunication activities via wireless networks (except satellite);
- CAEN Code 6130 - Satellite telecommunications activities;
- CAEN Code 6190 - Other telecommunications activities;
- CAEN Code 6202 - Information technology consultancy activities;
- CAEN Code 6203 - Computer management and operation activities;
- CAEN code 6209 - Other information technology service activities;
- CAEN code 6311 - Data processing, web page administration and related activities;
- CAEN code 6312 - Web portal activities;
- CAEN Code 6820 - Renting and subletting of own or leased real estate;
- CAEN Code 7022 - Business and management consultancy activities;
- CAEN Code 7112 - Engineering and related technical consultancy activities;
- CAEN Code 7120 - Technical testing and analysis activities;
- CAEN Code 7219 - Research and development on other natural sciences and engineering;
- CAEN Code 7311 - Advertising agency activities;
- CAEN Code 7312 - Media representation services;
- CAEN Code 7320 - Market research and public opinion polling activities
- CAEN Code 8219 - Photocopying, document preparation and other specialized secretarial activities
- CAEN code 8299 - Other business support service activities n.e.c.;
- CAEN code 8559 - Other education n.e.c.;
- CAEN Code 9511 - Repair of computers and peripheral equipment;
- CAEN Code 9512 - Repair of communication equipment.”

**2. Approval of setting the date of:**

- 21 May 2024 as registration date for identifying the shareholders who will benefit from the effects of the resolutions adopted by the EGMS, in accordance with the provisions of Article 87 (1) of Law no. 24/2017; and

- 20 May 2024 as “ex-date” calculated in accordance with the provisions of Article 2 para. (2) lit. (1) of Regulation 5/2018.

As they are not applicable to this EGMS, the shareholders will not decide on the other matters referred in art. 176 para. (1) of Regulation 5/2018, such as the date of the guaranteed participation and the date of payment.

**3. Approval of the authorisation of the Chairman 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 in the Official Gazette of Romania Part IV of the resolution, to collect any documents, to carry out any necessary formalities before the Trade Register Office, as well as before any other authority, public institutions, legal entities or individuals, and to perform any operations, in order to carry out and ensure the enforceability of the resolutions to be adopted by the EGMS. The Chairman 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.**

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

**Resolution no. 1**

**Approval of the amendment of Article 5.2 of the Articles of Association**

**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. Approval of the amendment of Article 5.2 of the Articles of Association, in order to reduce the scope of the object of activity of the Company, in accordance with the provisions of Articles 106, 122 of Law 265/2022, with the amended version reading as follows:**

*“5.2 The Company also carries out the following secondary activities:*

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- CAEN Code 7311 - Advertising agency activities;
- CAEN Code 7312 - Media representation services;
- CAEN Code 7320 - Market research and public opinion polling activities
- CAEN Code 8219 - Photocopying, document preparation and other specialized secretarial activities
- CAEN code 8299 - Other business support service activities n.e.c.;
- CAEN code 8559 - Other education n.e.c.;
- CAEN Code 9511 - Repair of computers and peripheral equipment;
- CAEN Code 9512 - Repair of communication equipment.”

**Resolution no. 2**

**Approval of some 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]:

2. Approval of setting the date of:

- 21 May 2024 as registration date for identifying the shareholders who will benefit from the effects of the resolutions adopted by the EGMS, in accordance with the provisions of Article 87 (1) of Law no. 24/2017; and
- 20 May 2024 as "ex-date" calculated in accordance with the provisions of Article 2 para. (2) lit. (1) of Regulation 5/2018.

As they are not applicable to this EGMS, the shareholders will not decide on the other matters referred in art. 176 para. (1) of Regulation 5/2018, such as the date of the guaranteed participation and the date of payment.

**Resolution no. 3**

**Approval of the authorization of the members of the Board of Directors and/or of the Company's Managers**

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]:

3. Approval of the authorisation of the Chairman 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 in the Official Gazette of Romania Part IV of the resolution, to collect any documents, to carry out any necessary formalities before the Trade Register Office, as well as before any other authority, public institutions, legal entities or individuals, and to perform any operations, in order to carry out and ensure the enforceability of



the resolutions to be adopted by the EGMS. The Chairman 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, [29.04.2024/30.04.2024], in 4 (four) original copies.

<b>Chairman of the Board of Directors / Chairman of the Sitting</b> Mr. Oprean Voicu  _____	<b>Secretaries</b> Mr/ Ms <input type="checkbox"/>  _____
	Mr/ Ms <input type="checkbox"/>  _____



**ANNEX 1**

**ATTENDANCE LIST AT THE EXTRAORDINARY GENERAL MEETING OF  
SHAREHOLDERS OF AROBS TRANSILVANIA SOFTWARE S.A. NO. .... DATED  
[29.04.2024/30.04.2024]**

*[Attached as a separate document]*