

**SPECIAL POWER OF ATTORNEY**

**FOR THE ORDINARY GENERAL MEETING OF THE SHAREHOLDERS (OGMS) OF**

**2PERFORMANT NETWORK S.A.**

convened for 22.04.2024, 13:00 Romanian time (first convening)/ 23.04.2024, 13:00 Romanian time (second convening)

for items 1, 3-4, and 6-10 of the OGMS agenda (for item 2 and 5 of the agenda, please fill in the special power of attorney form for the secret vote)

The undersigned \_\_\_\_\_ [name of the shareholder, natural person], identified through \_\_\_\_\_ [identity document], series \_\_\_\_\_, number \_\_\_\_\_, issued by \_\_\_\_\_, at date \_\_\_\_\_, domiciled at \_\_\_\_\_, personal code \_\_\_\_\_

or

The company \_\_\_\_\_ [name of the shareholder legal entity], headquartered at \_\_\_\_\_, registered with the Trade Registry under the number J \_\_\_\_/\_\_\_\_/\_\_\_\_, EUID: ROONRC.J \_\_\_\_/\_\_\_\_/\_\_\_\_, having the Unique Registration Code \_\_\_\_\_, legally represented by \_\_\_\_\_, in his/her/its capacity as \_\_\_\_\_,

as shareholder of **2PERFORMANT NETWORK S.A.**, a company registered with the Trade Registry attached to the Bucharest Tribunal under number J40/493/2010, EUID ROONRC.J40/493/2010, Sole Registration Code 26405652, with its headquarters at 6-8 Corneliu Coposu Blvd., Unirii View Building, 2nd floor, (office) ResCo-working09, 3rd District, Bucharest, Romania, with a subscribed and paid share capital of RON 1,303,304.30 (hereinafter referred to as the "**Company**"),

holding a number of \_\_\_\_\_ shares, representing \_\_\_\_\_% of the total number of shares issued by the Company and \_\_\_\_\_% of the total number of voting rights,

hereby empower \_\_\_\_\_ identified through \_\_\_\_\_ [identity document], series \_\_\_\_\_, number \_\_\_\_\_, issued by \_\_\_\_\_, at date \_\_\_\_\_, domicilled \_\_\_\_\_ at \_\_\_\_\_, personal code \_\_\_\_\_, as the representative of the undersigned/ the

subscribed in the OGMS, to exercise the voting rights related to shareholdings of the undersigned/ the subscribed, recorded in the Shareholders' Register as follows:

2Performant Network SA

Sediul social: Bulevardul Corneliu Coposu Nr. 6-8, Clădirea Unirii View, Etajul 2, (biroul) ResCo-working09, Sector 3, București, România

Nr. Inregistrare ORC: J40/493/2010, EUID: ROONRC.J40/493/2010

CUI: RO26405652

www.2performant.com

**1. Point 1 on the agenda, respectively:**

Approval of the annual financial statements prepared for the financial year ended on 31 December 2023, together with the Board of Director's annual report and the independent auditor's report. In the financial year ended on 31 December 2023, the Company registered a net accounting profit in the amount of RON 869,432, of which the amount of RON 49,354 will be allocated to the constitution of legal reserves, and the difference of RON 820,078 will remain undistributed.

FOR	AGAINST	ABSTENTION

**2. Point 2 on the agenda, respectively:**

Approval of the income and expenses budget for the financial year 2024, in accordance with the materials presented to the OGMS.

FOR	AGAINST	ABSTENTION

**3. Point 3 on the agenda, respectively:**

Approval of the Company's remuneration report for 2023, in accordance with the materials presented to the OGMS.

FOR	AGAINST	ABSTENTION

**4. Point 4 on the agenda, respectively:**

Approval of the remuneration of the members of the Board of Directors for the financial year 2024 at a maximum aggregate level of RON 130,000 (net amount).

FOR	AGAINST	ABSTENTION

**5. Point 5 on the agenda, respectively:**

Approval of the maximum limit of RON 630,000 (net) for the fixed remuneration of the General Director of the Company for the financial year 2024, to which is added the variable remuneration or any other benefits established in accordance with the remuneration policy of the Company.

FOR	AGAINST	ABSTENTION

**6. Point 6 on the agenda, respectively:**

Setting the date of:

- 10 May 2024 as registration date for 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 Law no. 24/2017; and
- 9 May 2024 as “ex-date”, computed in accordance with the provisions of art. 2 (2) letter (l) of Regulation no. 5/2018.

As they are not applicable to this OGMS, the shareholders will not decide on the other relevant dates set out in art. 176 paragraph (1) of Regulation no. 5/2018, such as date of the guaranteed participation and the payment date.

FOR	AGAINST	ABSTENTION

**7. Point 7 on the agenda, respectively:**

Approval of the authorisation of the Board of Directors and/or of any member of the Board of Directors and/or of the Company’s General Manager, with the right to sub-delegate, in the name and on behalf of the Company, with full power and authority, to execute any documents, including the OGMS resolution, to file and to request the publication of the resolution in Part IV of the Official Gazette of Romania, to pick up any documents, to fulfil any necessary formalities in front of the Trade Registry Office, as well as in front of any other authority, public institution, legal entities and individuals, as well as to carry out any necessary, useful or advisable operations for implementing and ensuring the enforceability of the resolutions which will be

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adopted by the OGMS.

FOR	AGAINST	ABSTENTION

*[NOTE: Indicate your vote by checking with an "X" one of the boxes "FOR", "AGAINST" or "ABSTENTION", depending on the shareholder's option. If more than one box is ticked with an "X" or no box is ticked, that vote shall be considered null and void.]*

This proxy form has been made available in 3 (three) counterparts, having the following purposes: one for the shareholder, the second for the representative and the third for the Company.

The proxy form dedicated to the Company will be accompanied by a copy of the identity document or registration certificate of the represented shareholder.

*[NOTE: In case: the legal representative of the shareholders – legal persons is not mentioned in the list of shareholders received from Depozitarul Central S.A., then they will also attach an official document attesting their capacity as legal representative of the signatory of the special power of attorney (issued by a competent authority, original or certified copy, not older than 6 months before the date of publication of the convening notice of the OGMS)].*

**The deadline for the Company to receive the special power of attorney for the OGMS is 19.04.2024, at 12:00 (Romanian time).**

Date: \_\_\_\_\_

Signature: \_\_\_\_\_