

## MINUTES OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS 2PERFORMANT

### NETWORK SA

blvd. Corneliu Coposu, nr. 6-8, Unirii View building, ResCo-working09 office,  
2nd floor, Sector 3, Bucharest, Romania  
J40/493/2010, EUID: ROONRC. J40/493/2010  
CUI 26405652

### No. 2 of 22.04.2024

The Ordinary General Meeting of Shareholders **2PERFORMANT NETWORK S.A.**, registered at the Commercial Registry of the Bucharest Court under no. J40/493/2010, EUID ROONRC.J40/493/2010, unique registration code 26405652, with registered office in Bd. Corneliu Coposu, nr. 6-8, Unirii View building, ResCo-working09 office, 2nd floor, Sector 3, Bucharest, Romania, with a subscribed and paid-up share capital of RON 1,303,304.3 (hereinafter referred to as the "**Company**"), met today, 22.04.2024, at 13:00 (Romanian time), at the first convocation (hereinafter referred to as "**OGMS**"), according to the convening notice published in the Official Gazette of Romania, Part IV, number 1375/19.03.2024 and in the Bursa Newspaper no. 53 dated 19.03.2024.

The OGMS was chaired by Mr. Dorin - Cristian Boerescu, as Chairman of the Board of Directors ("**Chairman of the OGMS**").

In accordance with Article 129 para. 2 of the Companies Law no. 31/1990, republished, as amended, the OGMS elects Adriana Ionaş, as secretary of the OGMS (the "**OGMS Secretary**"). The OGMS Secretary is responsible for the secretarial tasks of this AGOA.

The Chairman of the OGMS appoints Ms. Manuela Popescu, an employee of the Company, as Technical Secretary of the OGMS meeting.

The Chairman of the OGMS certifies that 60.53647% of the share capital and voting rights of the Company are legally represented at the OGMS and informs the OGMS members that all relevant conditions for the conduct of the meeting have been met.

The OGMS approves the agenda as included in the convening notice published in the Official Gazette of Romania, Part IV, number 1375/19.03.2024 and in the Bursa Newspaper no. 53 dated 19.03.2024.

The OGMS shall proceed to debate each item on the agenda, including relevant documents related to the agenda items, as follows:

#### **DECISION NO. 1**

In the presence of shareholders representing 60.53647% (7,889,744 shares) of the share capital and 60.53647% (7,889,744 voting rights) of the total voting rights, with shareholders representing 99.44975% (3,212,763 votes) of the votes of the shareholders present, represented or voting by correspondence, with shareholders voting "against" representing 0.55025% (17,776 votes) of the votes of the shareholders present, represented or voting by correspondence (there were 4,659,204 abstentions and 1 vote which was not expressed):

Approved:

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.

#### **DECISION NO. 2**

In the presence of shareholders representing 60.54337% (7,890,644 shares) of the share capital and 60.54337% (7,890,644 voting rights) of the total voting rights, with shareholders representing 99.64244% (3,215,650 votes) of the votes of the shareholders present, represented or voting by correspondence, with shareholders voting "against" representing 0.35756% (11,539 votes) of the votes of the shareholders present, represented or voting by correspondence (there were 4,663,454 abstentions and 1 vote which was not expressed):

Approved:

The discharge of liability of the Board of Directors for the financial year ended 31 December 2023.

#### **DECISION NO. 3**

In the presence of shareholders representing 60.54337% (7,890,644 shares) of the share capital and 60.54337% (7,890,644 voting rights) of the total voting rights, with shareholders representing 99.85376% (7,878,854 votes) of the votes of the shareholders present, represented or voting by correspondence, with shareholders voting "against" representing 0.14624% (11,539 votes) of the votes of the shareholders present, represented or voting by correspondence (there were no abstentions and 251 votes were not expressed):

Approved:

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

#### **DECISION NO. 4**

In the presence of shareholders representing 60.54337% (7,890,644 shares) of the share capital and 60.54337% (7,890,644 voting rights) of the total voting rights, with shareholders representing 99.61197% (7,736,769 votes) of the votes of the shareholders present, represented or voting by correspondence, with shareholders voting "against" representing 0.38803% (30,138 votes) of the votes of the shareholders present, represented or voting by correspondence (there were 123,486 abstentions and 251 votes which were not expressed):

Approved:

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

#### **DECISION NO. 5**

In the presence of shareholders representing 60.54337% (7,890,644 shares) of the share capital and 60.54337% (7,890,644 voting rights) of the total voting rights, with shareholders representing 98.41804% (7,542,614 votes) of the votes of the shareholders present, represented or voting by correspondence, with shareholders voting "against" representing 1.53264% (117,459 votes) of the votes of the shareholders present, represented or voting by correspondence (there were 230,470 abstentions and 1 vote which was not expressed):

Approved:

The election of Oane Vladimir, [identification details], as new member of the Board of Directors, for a term of three (3) years, starting from the date of the OGMS resolution and ending on 22 April 2027.

5.2. In the presence of shareholders representing 60.54337% (7,890,644 shares) of the share capital and 60.54337% (7,890,644 voting rights) of the total voting rights, with shareholders representing 98.95988% (7,584,140 votes) of the votes of the shareholders present, represented or voting by correspondence, with shareholders voting "against" representing 0.41257% (31,619 votes) of the votes of the shareholders present, represented or voting by correspondence (there were 243,884 abstentions and 1 vote which was not expressed):

Approved:

The election of Pavel Matei-Mihail, [identification details], for a term of three (3) years, starting from the date of the OGMS resolution and ending on 22 April 2027.

The current terms of office of the other members of the Board of Directors will remain in force in accordance with the terms and conditions applicable to them.

#### **DECISION NO. 6**

In the presence of shareholders representing 60.54337% (7,890,644 shares) of the share capital and 60.54337% (7,890,644 voting rights) of the total voting rights, with shareholders representing 96.17416% (2,766,320 votes) of the votes of the shareholders present, represented or voting by correspondence, with shareholders voting "against" representing 3.82584% (110,045 votes) of the votes of the shareholders present, represented or voting by correspondence (there were 5,014,278 abstentions and 1 vote which was not expressed):

Approved:

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).

#### **DECISION NO. 7**

In the presence of shareholders representing 60.54337% (7,890,644 shares) of the share capital and 60.54337% (7,890,644 voting rights) of the total voting rights, with shareholders representing 98.74801% (3,604,660 votes) of the votes of the shareholders present, represented or voting by correspondence, with the "against" vote of shareholders representing 1.25199% (45,702 votes) of the votes of the shareholders present, represented or voting by correspondence (there were 4,230,121 abstentions and 10,161 votes which were not expressed):

Approved:

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.

#### **DECISION NO. 8**

In the presence of shareholders representing 60.54337% (7,890,644 shares) of the share capital and 60.54337% (7,890,644 voting rights) of the total voting rights, with shareholders representing 99.85372% (7,876,802 votes) of the votes of the shareholders present, represented or voting by correspondence, with shareholders voting "against" representing 0.14628% (11,539 votes) of the votes of the shareholders present, represented or voting by correspondence (there were 2,302 abstentions and 1 vote which was not expressed):

Approved:

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 (I) 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.

### **DECISION NO. 9**

In the presence of shareholders representing 60.54337% (7,890,644 shares) of the share capital and 60.54337% (7,890,644 voting rights) of the total voting rights, with shareholders representing 99.85347% (7,863,476 votes) of the votes of the shareholders present, represented or voting by correspondence, with shareholders voting "against" representing 0.14653% (11,539 votes) of the votes of the shareholders present, represented or voting by correspondence (there were 5,902 abstentions and 9,727 votes which were not expressed):

Approved:

The 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 adopted by the OGMS.

With no further aspects to be discussed, the Chairman of the OGMS declares the OGMS working session closed.

These minutes have been drawn up and signed on behalf of and on behalf of the shareholders, today, 22.04.2024, in 2 original copies, by the chairman of the meeting, Mr. Dorin Boerescu , and the secretary of the meeting, Mrs. Adriana Ionaş.

*[Signature page follows]*

*Signature page to the Minutes of the Ordinary General Meeting of Shareholders of  
2PERFORMANT NETWORK S.A. no. 2 dated 22.04.2024*

**Chairman of the meeting**

Dorin Boerescu

Signature:

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**Secretary of the meeting**

Adriana Jonas

Signature:

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**MINUTES OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS 2PERFORMANT  
NETWORK S.A.**

blvd. Corneliu Coposu, nr. 6-8, Unirii View building, ResCo-working09 office,  
2nd floor, Sector 3, Bucharest, Romania  
J40/493/2010, EUID: ROONRC. J40/493/2010  
CUI 26405652

**No. 1 of 22.04.2024**

The Extraordinary General Meeting of Shareholders **2PERFORMANT NETWORK S.A.**, registered at the Commercial Registry of the Bucharest Court under no. J40/493/2010, EUID ROONRC.J40/493/2010, unique registration code 26405652, with registered office in Bd. Corneliu Coposu, nr. 6-8, Unirii View building, ResCo-working09 office, 2nd floor, Sector 3, Bucharest, Romania, with a subscribed and paid-up share capital of RON 1,303,304.3 (hereinafter referred to as the "**Company**"), met today, 22.04.2024, at 12:00 p.m. (Romanian time), at the first convocation (hereinafter referred to as "**EGMS**"), according to the convocation published in the Official Gazette of Romania, Part IV, number 1375/19.03.2024 and in the Bursa Newspaper no. 53 dated 19.03.2024.

The EGMS was chaired by Mr. Dorin - Cristian Boerescu, as Chairman of the Board of Directors ("**Chairman of the EGMS**").

In accordance with Article 129 para. 2 of the Companies Law no. 31/1990, republished, as amended, the EGMS elects Adriana Ionaş, as secretary of the EGMS ("**EGMS Secretary**"). The EGMS Secretary is responsible for the secretarial tasks of this EGMS.

The Chairman of the EGMS appoints Ms. Manuela Popescu, an employee of the Company, as Technical Secretary of the EGMS meeting.

The Chairman of the EGMS certifies that 61.27445% of the share capital and voting rights of the Company are legally represented at the EGMS and informs the members of the EGMS that all relevant conditions for holding the meeting have been met.

The EGMS approves the agenda as included in the notice published in the Official Gazette of Romania, Part IV, number 1375/19.03.2024 and in the Bursa Newspaper no. 53 dated 19.03.2024.

The EGMS proceeds to debate each item on the agenda, including relevant documents related to the agenda items, as follows:

### **DECISION NO. 1**

In the presence of shareholders representing 61.27445% (7,985,925 shares) of the share capital and 61.27445% (7,985,925 voting rights) of the total voting rights, with the "for" vote of the shareholders representing 92.69005% (7,402,158 votes) of the votes of the shareholders present, represented or who voted by mail, with the votes "against" of the shareholders representing 2.27508% (181,686 votes) of the votes of the shareholders present, represented or who voted by mail (there are 0 abstentions and 402,081 votes which were not expressed):

Approved:

The delegation of the EGMS' duties regarding the decision to increase the share capital of the Company to the Board of Directors under the provisions of art. 114 para. (1) and art. 220<sup>1</sup> para. (2) of the Companies Law and under the provisions of art. art. 86 para. (2) of Law no. 24/2017, respectively, for a period of three (3) years, through one or more issues of ordinary, registered and dematerialized shares, with a nominal value not exceeding half of the subscribed share capital, existing at the time of the decision and authorization, namely by up to RON 651,652.15 and the approval of the amendment of the Articles of Association, respectively, through the amendment of article 15.1 of the Articles of Association, which will read as follows:

*"15.1. The Company will be able to increase its share capital as follows:*

*(1) Under a Resolution of the Extraordinary General Meeting of Shareholders or  
(2) In accordance with the decisions adopted by the Board of Directors, under the delegation of the duties of the Extraordinary General Meeting of Shareholders relating to the increase of the share capital and the authorisation of the Board of Directors for a period of three (3) years, ending on [22/23] April 2027 to decide on the increase of the Company's share capital, through one or more issues of ordinary, registered and dematerialized shares, with a nominal value not exceeding half of the subscribed share capital, existing at the time of the decision and authorization, namely by up to RON 651.652,15,*

*subject to the terms and conditions set forth herein and in accordance with the provisions of Law 31/1990 on companies, republished, as further amended and supplemented and the provisions of Law no. 24/2017 on issuers of financial instruments and market operations, as subsequently*



*amended and supplemented and any other provisions of the capital markets legislation.”*

#### **DECISION NO. 2**

In the presence of shareholders representing 61.27445% (7,985,925 shares) of the share capital and 61.27445% (7,985,925 voting rights) of the total voting rights, with the "for" vote of the shareholders representing 99.83922% (7,973,085 votes) of the votes of the shareholders present, represented or who voted by mail, with the votes "against" of the shareholders representing 0.15038% (12,009 votes) of the votes of the shareholders present, represented or who voted by mail (there are 830 abstentions and 1 vote which was not expressed):

Approved:

The contracting by the Company of one or more financing and / or credit facilities (or, as the case may be, supplementing the existing ones) with a total aggregate amount of up to RON 10,000,000 (or equivalent in foreign currency) for financing working capital / investments, as well as the approval of the guarantee by the Company of the financial obligations (credit, interest, penalties, other costs) deriving from the credit facility(ies) referred to above, with movable mortgage over all the Company's accounts, movable and/or immovable mortgages over any of the Company's assets, as such will be requested by / agreed with the lending entities for granting the loan(s) (or, as the case may be, for supplementing the existing loans). For the implementation of the resolution, the Board of Directors is authorized, with the possibility to sub-delegate, in the name and on behalf of the Company, with full power and authority, to decide upon the lending entities, to negotiate the terms and conditions of the credit facility(ies) (or, as the case may be, the addenda to the existing facilities), to sign the credit agreement(s), guarantee agreements (movable/immovable), any addenda deriving from these agreements (e.g. addenda for reducing or extending the credit facility), as well as any other documents, including promissory notes that the lending entity will request from the Company in order to grant the loan (as the case may be, to supplement the existing loan), in connection with the above operations.

#### **DECISION NO. 3**

In the presence of shareholders representing 61.27445% (7,985,925 shares) of the share capital and 61.27445% (7,985,925 voting rights) of the total voting rights, with the "for" vote of the shareholders representing 99.85299% (7,974,185 votes) of the votes of the shareholders present, represented or who voted by mail, with the votes "against" of the shareholders representing 0.14700% (11,739 votes) of the votes of the shareholders present, represented or who voted by mail (there are 0 abstentions and 1 vote which was not expressed):

Approved:

The authorization of the persons mentioned below to jointly, by the joint signature of at least 2 (two) of them, in the name and on behalf of the Company, for a period of 3 (three) years from the date of the resolution, to sign and take all necessary and legal steps to represent the Company

before Alpha Bank Romania S.A., as well as before any of its branches/agencies (the “**Bank**”), in order to make payments regardless of their amount from the accounts opened by the Company with the Bank, in EUR/ RON/ USD, as well as in order to open in the Company's name one or more current and/or savings accounts in EUR/ RON/ USD, as well as to operate and close them (individually referred to as the “**Account**” and collectively the “**Accounts**”):

- i. Ms. Ionaş Elena Adriana, [identification details]; and
- ii. Ms. Popescu Simona Manuela, [identification details]; and
- iii. Ms. Botis Roxana Elena, [identification details].

(hereinafter individually referred to as the “**Proxy**” and collectively as the “**Proxies**”)

For this purpose, the Proxies are authorized to issue orders, instructions and sign any document relating to the operation of the Accounts including, but not limited to the following:

- i. to sign and submit any documents required for the opening, operation and closing of the Accounts;
- ii. to carry out, in accordance with the law, any operation on the Accounts, including unlimited cash withdrawals/deposits, bank transfers from the Accounts, in accordance with the law, regardless of their amount;
- iii. to constitute/liquidate deposits, purchase, redeem, extend certificates of deposit with coupons, which shall bear the joint signature of the Proxies;
- iv. to carry out any operation/formality necessary for the operation of the Accounts, the debit cards attached thereto and the Internet Banking service;
- v. to take possession of the PINs of the cards attached to the Accounts and the passwords of the Internet Banking service;
- vi. to carry out any other formalities necessary for the operation of the Accounts, the debit cards attached thereto and the Internet Banking service;
- vii. to close, when they deem appropriate, the Accounts and to withdraw/transfer the funds existing in the Accounts at the date of their closure.

The Proxies may prepare/fill in and sign forms, applications and declarations, pay fees of any kind and any other fees in connection with the execution of the resolution, file and collect documents, validly representing the Company in its relations with the Bank and with third parties and legal entities, signing on behalf of the Company and for the Company wherever necessary, within the limits of this mandate, their signature being binding on the Company.

#### **DECISION NO. 4**

In the presence of shareholders representing 61.27445% (7,985,925 shares) of the share capital and 61.27445% (7,985,925 voting rights) of the total voting rights, with the "for" vote of the shareholders representing 99.99999% (7,985,924 votes) of the votes of the shareholders present, represented or who voted by mail, with the votes "against" of the shareholders

representing 0% (0 votes) of the votes of the shareholders present, represented or who voted by mail (there are 0 abstentions and 1 vote which was not expressed):

Approved:

The amendment of article 3.2 of the Articles of Association, which will read as follows:

*“3.2. The company may open branches, subsidiaries, agencies or offices in Romania and abroad, according to the provisions of these Articles of Association and with due observance of the applicable legislation in force in Romania.”*

#### **DECISION NO. 5**

In the presence of shareholders representing 61.27445% (7,985,925 shares) of the share capital and 61.27445% (7,985,925 voting rights) of the total voting rights, with the "for" vote of the shareholders representing 98.63705% (7,877,081 votes) of the votes of the shareholders present, represented or who voted by mail, with the votes "against" of the shareholders representing 0% (0 votes) of the votes of the shareholders present, represented or who voted by mail (there are 106,611 abstentions and 2,233 votes which were not expressed):

Approved:

The deletion of letter d) from Article 10.4 of the Articles of Association (with the consequent renumbering of the following letters).

#### **DECISION NO. 6**

In the presence of shareholders representing 61.27445% (7,985,925 shares) of the share capital and 61.27445% (7,985,925 voting rights) of the total voting rights, with the "for" vote of the shareholders representing 94.32166% (7,532,457 votes) of the votes of the shareholders present, represented or who voted by mail, with the votes "against" of the shareholders representing 0.89491% (71,467 votes) of the votes of the shareholders present, represented or who voted by mail (there are 0 abstentions and 382,001 votes which were not expressed):

Approved:

The amendment of Article 11.1 of the Articles of Association, which will have the following content:

*“11.1 The company is managed, in a unitary system, by a Board of Directors composed of 3 members up to 5, Romanian or foreign persons, of which at least one independent, appointed by the general meeting of shareholders for a term of 4 years, with the possibility of being re-elected for new successive terms. The majority of the members of the Board of Directors are nonexecutive directors. The directors may be natural or legal persons, without any limitation, in accordance with the legal provisions in force. The Board of Directors may establish advisory committees*

*consisting of at least 2 board members and tasked with conducting investigations and making recommendations to the board in areas such as auditing, remuneration of directors, managers, auditors and staff, or nominating candidates for various management positions. The committees shall report regularly to the Board of Directors on their work."*

#### **DECISION NO. 7**

In the presence of shareholders representing 61.27445% (7,985,925 shares) of the share capital and 61.27445% (7,985,925 voting rights) of the total voting rights, with the "for" vote of the shareholders representing 98.90486% (7,898,468 votes) of the votes of the shareholders present, represented or who voted by mail, with the votes "against" of the shareholders representing 0.14449% (11,539 votes) of the votes of the shareholders present, represented or who voted by mail (there are 72,117 abstentions and 3,801 votes which were not expressed):

Approved:

The amendment of article 11.6.6. of the Articles of Association, which will read as follows:

*"11.6.6. For the validity of the meetings of the Board of Directors, at least 3 (three) directors are required to participate in the meeting, one of which shall be the Chairperson of the Board. The decisions of the Board of Directors of the Company are validly adopted only with the vote of the majority of the directors present at the meeting."*

#### **DECISION NO. 8**

In the presence of shareholders representing 61.27445% (7,985,925 shares) of the share capital and 61.27445% (7,985,925 voting rights) of the total voting rights, with the "for" vote of the shareholders representing 98.90142% (7,898,193 votes) of the votes of the shareholders present, represented or who voted by mail, with the votes "against" of the shareholders representing 0.14449% (11,539 votes) of the votes of the shareholders present, represented or who voted by mail (there are 72,117 abstentions and 4,076 votes which were not expressed):

Approved:

The amendment of letter f) of article 11.7.4 of the Articles of Association, which will read as follows:

*"f) To decide and represent the Company on the establishment, dissolution, modification of any branches, agencies, offices or other entities without legal personality of the Company, as well as of any entities with legal form (subsidiary), in which the Company is or wishes to become a party (including but not it is limited to commercial companies, NGOs, associations without legal personality, etc.), to subscribe participations (regardless of their value), to approve and to sign the articles of association and any other documents required in this respect, to participate in the meetings of the management bodies of these entities, in the name and on behalf of the Company and to vote in the name and on behalf of the Company during the meetings of the respective*

*management bodies and to sign the resolutions thereto;”*

#### **DECISION NO. 9**

In the presence of shareholders representing 61.27445% (7,985,925 shares) of the share capital and 61.27445% (7,985,925 voting rights) of the total voting rights, with the "for" vote of the shareholders representing 92.03889% (7,350,157 votes) of the votes of the shareholders present, represented or who voted by mail, with the votes "against" of the shareholders representing 0.14700% (11,739 votes) of the votes of the shareholders present, represented or who voted by mail (there are 7,434 abstentions and 616,595 votes which were not expressed):

Approved:

The abolition of the Advisory Committee established by the Ordinary General Meeting of Shareholders and the consequent deletion of Article 11.8 of the Articles of Association.

#### **DECISION NO. 10**

In the presence of shareholders representing 61.27445% (7,985,925 shares) of the share capital and 61.27445% (7,985,925 voting rights) of the total voting rights, with the "for" vote of the shareholders representing 98.55964% (7,870,899 votes) of the votes of the shareholders present, represented or who voted by mail, with the votes "against" of the shareholders representing 0% (0 votes) of the votes of the shareholders present, represented or who voted by mail (there are 111,225 abstentions and 3,801 votes which were not expressed):

Approved:

The deletion of Article 19 of the Articles of Association (with the consequence of the renumbering of the following article).

#### **DECISION NO. 11**

In the presence of shareholders representing 61.27445% (7,985,925 shares) of the share capital and 61.27445% (7,985,925 voting rights) of the total voting rights, with the "for" vote of the shareholders representing 99.77996% (7,968,353 votes) of the votes of the shareholders present, represented or who voted by mail, with the votes "against" of the shareholders representing 0.14449% (11,539 votes) of the votes of the shareholders present, represented or who voted by mail (there are 2.232 abstentions and 3,801 votes which were not expressed):

Approved:

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 EGMS, 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 EGMS, the shareholders will 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 the payment date.

### **DECISION NO. 12**

In the presence of shareholders representing 61.27445% (7,985,925 shares) of the share capital and 61.27445% (7,985,925 voting rights) of the total voting rights, with the "for" vote of the shareholders representing 99.75251% (7,966,161 votes) of the votes of the shareholders present, represented or who voted by mail, with the votes "against" of the shareholders representing 0% (0 votes) of the votes of the shareholders present, represented or who voted by mail (there are 0 abstentions and 19,764 votes which were not expressed):

Approved:

The 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 resolution of the EGMS, the updated Articles of Association, to file and to request the publication of the EGMS 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 adopted by the EGMS.

With no further aspects to be discussed, the Chairman of the EGMS declares the EGMS working session closed.

These minutes have been drawn up and signed on behalf of and on behalf of the shareholders, today, 22.04.2024, in 2 original copies, by the chairman of the meeting, Mr. Dorin-Cristian Boerescu , and the secretary of the meeting, Mrs. Adriana Ionaş.

*[Signature page follows]*

*[Signature page to the Minutes of the Extraordinary General Meeting of Shareholders  
2PERFORMANT NETWORK S.A. no. 1 of 22.04.2024]*

**Chairman of the meeting**

Dorin Boerescu

Signature:

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**Secretary of the meeting**

Adriana Jonas

Signature:

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