

EXPLANATORY NOTES WITH RESPECT TO THE ITEMS ON THE AGENDA OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS OF 2PERFORMANT NETWORK S.A. (the “Company”) dated 23 April 2025 (first convening) / 24 April 2025 (second convening)

- 1. Item 1:** Approval of the annual financial statements prepared for the financial year ended on 31 December 2024, together with the Board of Director’s annual report and the independent auditor’s report. In the financial year ended on 31 December 2024, the Company registered losses in value of RON 1,357,488, which shall be covered from the future profits of the Company, based on the resolutions of the Company’s ordinary general meeting of the shareholders.

Please refer to the document they made available separately on the website of the Company at <https://ro.2performant.com/aga/>.

- 2. Item 2:** Approval of the discharge of liability of the Board of Directors for the financial year ended 31 December 2024.

The directors are liable towards the Company for non-compliance with the legal provisions regarding their attributions, as well as for non-compliance with their obligations based on the mandate granted by the shareholders, by the articles of association or by the decisions of the general meeting of shareholders.

Approval of discharge shall be requested on the basis of the approval of the annual financial statements drawn up for the financial year ending 31 December 2024, accompanied by the report of the Board of Directors and the report of the independent auditor. The OGMS must decide on the discharge of the members of the Board of Directors in the light of the abovementioned documents (made available separately on the website of the Company at <https://ro.2performant.com/aga/>).

- 3. Item 3:** Approval of the income and expenses budget for the financial year 2025, in accordance with the materials presented to the OGMS.

Please refer to the document they made available separately on the website of the Company at <https://ro.2performant.com/aga/>.

- 4. Item 4:** Approval of the Company’s remuneration report for 2024, in accordance with the materials presented to the OGMS.

Please refer to the document they made available separately on the website of the Company at <https://ro.2performant.com/aga/>.

- 5. Item 5:** Approval of the remuneration of the members of the Board of Directors for the financial year 2025 at a maximum aggregate level of RON 130,000 (net amount).

The proposed level of remuneration shall aim to be sufficient to attract, retain and motivate members of the Board of Directors as competent and experienced persons. Remuneration

shall be based on the principle of fair reward and motivation of the members of the Board of Directors.

- 6. Item 6:** 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 2025, to which is added the variable remuneration or any other benefits established in accordance with the remuneration policy of the Company.

In accordance with the legal provisions and the articles of association of the Company, the remuneration of the General Director is established by the Board of Directors of the Company, within the limits previously approved by the Company's General Meeting of Shareholders. Thus, the proposed maximum limit of the remuneration of the General Director of the Company for the financial year related to year 2025 is the one mentioned above, to which is added the variable remuneration or any other benefits established in accordance with the remuneration policy of the Company (if applicable).