

Article 219, paragraph (1) of Law 31/1990 - Companies Law - provides that

" (1) The decision of the general meeting on the increase of the share capital shall take effect only in so far as it is carried out within one year from the date of its adoption ."

In these legal conditions, the EGMS Decision no. 15 of 26.11.2020 regarding the increase of the share capital by issuing a number of 30,127,746 preferential shares, can no longer produce effects starting with 26.11.2021. Thus, we ask the shareholders to vote for the cancellation of the BNETR10 rights in order to be able to withdraw them from the Central Depository system. Alternatively, these rights will remain in the shareholders' portfolios forever, unusable.

Under the same conditions, the EGMS Decision no. 4 of 27.04.2021 regarding the increase of the share capital by issuing a number of 24,722,828 common shares, cannot take effect if it is not completed by April 27, 2022. The formalities for carrying out a capital increase do not allow the company to meet this term. Additionally, we do not consider that in the current market context it is opportune to launch a capital increase with a 15% discount compared to the market price. Thus, we ask the shareholders to vote for the cancellation of the BNETR12 rights in order to be able to withdraw them from the Central Depository system. Alternatively, these rights will remain in the shareholders' portfolios forever, unusable.

About the market context in 2021

During 2021, discussions with our shareholders revealed their preference that the company should not try to carry out market capitalization operations, partly due to the perception that the price is too low and reflects the risk that the operation will not be successful, and partly for that other companies that announced capital increases suffered a decrease in the quotation, while the companies that announced the renunciation of such operations registered increases in the quotation.

Given that the company was able to carry out its current activity and investment plans from already existing sources, we considered that there is no need to assume the risk and the financial and image costs that could have resulted from the unsuccessful development of operations of this kind.

