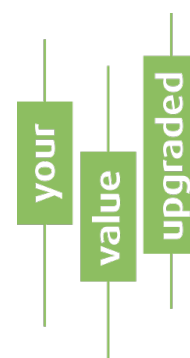


## Current Report nr. 23 / 2023

Current report according to	Law 24/2017, FSA Reg 5/2018
Date of report	28.04.2023
Name of the issuing entity	BITTNET SYSTEMS S.A
Legal Adress	44 Sergent Ion Nuțu street, One Cotroceni Park, A and B entries, 4th Floor, district 5, Bucharest
Adress	44 Sergent Ion Nuțu street, One Cotroceni Park, A and B entries, 4th Floor, district 5, Bucharest
Telephone/Fax	021.527.16.00 / 021.527.16.98
Fiscal Code	21181848
Number with the Trade Registration	J40/3752/2007
The market where the securities issued are traded:	Segment: BSE Main Market; Category: Standard
Ticker	BNET – shares BNET23, BNET23A, BNET26E – bonds
Subscribed and paid share capital	63.417.671,40 RON
Total number of shares	634.176.714 shares with a face value of RON 0.10 per share



# Results report on the General Shareholders Meetings from 27.04.2023

## Ordinary General Shareholders Meeting

Today, 27 April 2023, 12:00 (Romanian time), the shareholders of BITTNET SYSTEMS SA, (“the Company”) met in the Ordinary General Shareholders Meeting (“OGSM”) of the Company, at the first convocation, at the Bucharest headquarters located in Bucharest, 44 Sergent Ion Nuțu street, One Cotroceni Park, A and B entries, 4th Floor, district 5, Bucharest, as well as in electronic format, through the two-way communication systems made available to shareholders by the Company.

The OGSM meeting was opened by Mr. Mihai-Alexandru-Constantin Logofatu, as legal representative of the Chairman of the Board of Directors.

In accordance with:

1. The convening notice for the OGSM published on the Company's website (<https://investors.bittnet.ro/>) and on the BSE's website (<https://www.bvb.ro/>) on 23.03.2023, in the Romanian Official Gazette, Part IV, no. 1396 from 24.03.2023, and in the National newspaper from 24.03.2023;
2. The provisions of the Companies Law no. 31/1990, republished, with subsequent amendments and completions (Law no. 31/1990);
3. The provisions of Law no. 297/2004 regarding the capital market, with the subsequent modifications and completions (Law no. 297/2004);
4. The provisions of Law no. 24/2017 on the issuers of financial instruments and market operations, with subsequent amendments and completions (Law no. 24/2017);
5. The provisions of the FSA Regulation no. 5 of 2018 regarding issuers and operations with securities, with subsequent amendments and completions (Regulation no. 5/2018);



6. The provisions of the CNVM Regulation no. 6/2009 on the exercise of certain rights of shareholders in the general meetings of companies, with subsequent amendments and completions (Regulation no. 6/2009)

Following the debates, the shareholders of the Company adopted the following decisions regarding the items on the agenda with the following results:



## Item 1

OGSMo1	Cvorum	Casted Votes	'For'	'Against'	'Abstention'	Unexpressed
Voting rights	382,852,115	379,654,739	378,994,596	660,143	29,096	3,197,376
Percentage of casted votes	NA	NA	99.8261%	0.1739%	NA	NA
Percentage of total shares with voting rights	75.8860%	75.2522%	75.1213%	0.1308%	0.0058%	NA
Percentage of total shares	72.4439%	71.8389%	71.7140%	0.1249%	0.0055%	NA

Approves, according to the procedure of organizing and holding the general meetings of the Company's shareholders, the election of the Chairman of the meeting, Mr. Mihai-Alexandru-Constantin LOGOFATU and of the meeting secretary of the lawyer Ioana PRECUP, who has the quality of shareholder of the company.



## Item 2

OGSMo2	Cvorum	Casted Votes	'For'	'Against'	'Abstention'	Unexpressed
Voting rights	382,852,115	263,714,408	261,724,978	1,989,430	116,168,147	119,137,707
Percentage of casted votes	NA	NA	<b>99.2456%</b>	0.7544%	NA	NA
Percentage of total shares with voting rights	75.8860%	52.2714%	51.8771%	0.3943%	23.0259%	NA
Percentage of total shares	72.4439%	49.9005%	49.5240%	0.3764%	21.9815%	NA

Approves the individual and consolidated annual financial statements for the financial year 2022, based on the Board of Directors Report (in the form of Universal Registration Document) and the Independent Auditor Report.

\*According to art. 126 of Law 31/1990, the members of the Board of Directors have abstained from voting.

\*We remind you that the auditor's report regarding the consolidated financial statements was issued with a qualified opinion regarding the presentation of revenues from the perspective of IFRS 15. The management's position on the auditor's opinion was presented on 27.03.2023 as a supporting document on the agenda of the General Shareholders meeting and is available on the Issuer's website, [here](#).

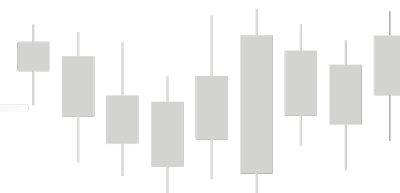
The auditor's report on the Issuer's individual financial statements was issued with no qualified opinion.



## Item 3

OGSMo3	Cvorum	Casted Votes	'For'	'Against'	'Abstention'	Unexpressed
Voting rights	382,854,977	377,950,106	374,501,127	3,448,979	716,949	4,904,871
Percentage of casted votes	NA	NA	<b>99.0875%</b>	0.9125%	NA	NA
Percentage of total shares with voting rights	75.8865%	74.9143%	74.2307%	0.6836%	0.1421%	NA
Percentage of total shares	72.4445%	71.5164%	70.8637%	0.6526%	0.1357%	NA

Approves the profit distribution proposal.



## Item 4

OGSMo4	Cvorum	Casted Votes	'For'	'Against'	'Abstention'	Unexpressed
Voting rights	382,854,977	263,755,644	261,773,654	1,981,990	116,126,911	119,099,333
Percentage of casted votes	NA	NA	<b>99.2486%</b>	0.7514%	NA	NA
Percentage of total shares with voting rights	75.8865%	52.2796%	51.8867%	0.3929%	23.0178%	NA
Percentage of total shares	72.4445%	49.9083%	49.5333%	0.3750%	21.9737%	NA

Approves the discharge of the Board of Directors of the Company for the financial year 2022

\*According to art. 126 of Law 31/1990, the members of the Board of Directors have abstained from voting.



## Item 5

OGSMo5	Cvorum	Casted Votes	'For'	'Against'	'Abstention'	Unexpressed
Voting rights	382,854,977	379,382,414	378,095,629	1,286,785	500,141	3,472,563
Percentage of casted votes	NA	NA	99.6608%	0.3392%	NA	NA
Percentage of total shares with voting rights	75.8865%	75.1982%	74.9432%	0.2551%	0.0991%	NA
Percentage of total shares	72.4445%	71.7874%	71.5439%	0.2435%	0.0946%	NA

Approval of the Revenue and Expenditure Budget for the financial year 2023.





## Item 6

OGSMo6	Cvorum	Casted Votes	'For'	'Against'	'Abstention'	Unexpressed
Voting rights	382,854,977	258,227,372	253,594,244	4,633,128	121,205,183	124,627,605
Percentage of casted votes	NA	NA	<b>98.2058%</b>	1.7942%	NA	NA
Percentage of total shares with voting rights	75.8865%	51.1838%	50.2655%	0.9183%	24.0243%	NA
Percentage of total shares	72.4445%	48.8622%	47.9855%	0.8767%	22.9347%	NA

Approves the Remuneration Report for 2022.

\*According to art. 126 of Law 31/1990, the members of the Board of Directors have abstained from voting.

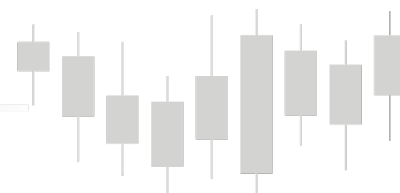


## Item 7

OGSMo7	Cvorum	Casted Votes	'For'	'Against'	'Abstention'	Unexpressed
Voting rights	382,854,977	256,268,247	251,270,306	4,997,941	123,614,308	126,586,730
Percentage of casted votes	NA	NA	98.0497%	1.9503%	NA	NA
Percentage of total shares with voting rights	75.8865%	50.7955%	49.8048%	0.9907%	24.5019%	NA
Percentage of total shares	72.4445%	48.4915%	47.5458%	0.9457%	23.3905%	NA

Approves the remuneration policy for the year 2023, as it was presented to the shareholders through the GSM supporting documents.

\*According to art. 126 of Law 31/1990, the members of the Board of Directors have abstained from voting.



## Item 8

OGSMo8	Cvorum	Casted Votes	'For'	'Against'	'Abstention'	Unexpressed
Voting rights	382,854,977	378,490,183	375,583,800	2,906,383	1,392,372	4,364,794
Percentage of casted votes	NA	NA	<b>99.2321%</b>	0.7679%	NA	NA
Percentage of total shares with voting rights	75.8865%	75.0214%	74.4453%	0.5761%	0.2760%	NA
Percentage of total shares	72.4445%	71.6186%	71.0686%	0.5500%	0.2635%	NA

Approves the establishment of a Board of Directors consisting of 5 (five) members, starting with the date of the Ordinary General Meeting of Shareholders, respectively 27.04.2023, according with art. 17.1. from the Constitutive Act of the Company.



## Item 9

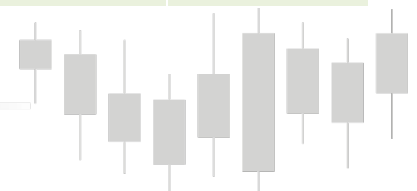
Approves the election of 2 (two) new members of the Board of Directors, among the candidates proposed by the current members of the Board of Directors, for a mandate that will end on 29.01.2024. The candidates who were proposed by the current members of the Board of Directors are the following:

- (i) Dynamic Data Drawings S.R.L., Romanian legal entity, with headquarters in Bucharest, Sector 1, Șoseaua Bucuresti-Târgoviște, no. 22B, Block 1, Stair A, apartment 405, registered at the Trade Registry Office with no. J40/13489/2019 and unique registration no. 41741710, represented by Anca Mănițiu - Romanian citizen, domiciled in Bucharest, identified with CI series [·] no. [·] issued by [·] on [·], CNP [·];
- (ii) Rudolf-Paul Vizental - - Romanian citizen, domiciled in Bucharest, identified with CI series [·] no. [·] issued by [·] on [·], CNP [·] - Member.

Vote's breakdown for each of the 2 Board members:

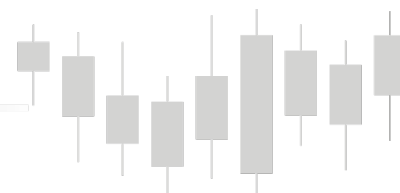
- Independent administrator, Dynamic Data Drawings S.R.L., represented by Anca Manitiu:

OGMS09	Cvorum	Casted Votes	'For'	'Against'	'Abstention'	Unexpressed
Voting rights	382,854,977	376,941,427	372,470,649	4,470,778	2,315,291	5,913,550
Percentage of casted votes	NA	NA	98.8139%	1.1861%	NA	NA
Percentage of total shares with voting rights	75.8865%	74.7144%	73.8282%	0.8862%	0.4589%	NA
Procent din total actiuni	72.4445%	71.3255%	70.4795%	0.8460%	0.4381%	NA



- Independent administrator, Rudolf-Paul Vizental:

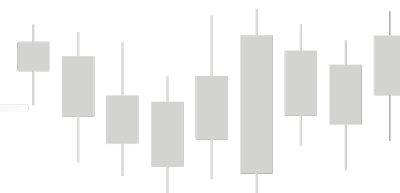
OGMS09	Cvorum	Casted Votes	'For'	'Against'	'Abstention'	Unexpressed
Voting rights	382,854,977	375,567,888	371,024,950	4,542,938	2,610,975	7,287,089
Percentage of casted votes	NA	NA	<b>98.7904%</b>	1.2096%	NA	NA
Percentage of total shares with voting rights	75.8865%	74.4421%	73.5417%	0.9005%	0.5175%	NA
Percentage of total shares	72.4445%	71.0656%	70.2060%	0.8596%	0.4941%	NA



## Item 10

OGSM10	Cvorum	Casted Votes	'For'	'Against'	'Abstention'	Unexpressed
Voting rights	382,854,977	379,077,108	376,242,262	2,834,846	805,447	3,777,869
Percentage of casted votes	NA	NA	99.2522%	0.7478%	NA	NA
Percentage of total shares with voting rights	75.8865%	75.1377%	74.5758%	0.5619%	0.1596%	NA
Percentage of total shares	72.4445%	71.7296%	71.1932%	0.5364%	0.1524%	NA

Approves the authorization of Mr. Mihai Alexandru Constantin Logofătu, to sign the mandate contracts with the new members. The mandate contracts that will be concluded according to the contract model approved at the level of the Company for the members of the Board of Directors, as well as the remuneration policy approved at the level of the Company.



## Item 11

OGSM11	Cvorum	Casted Votes	'For'	'Against'	'Abstention'	Unexpressed
Voting rights	382,854,977	379,724,660	378,584,811	1,139,849	104,942	3,130,317
Percentage of casted votes	NA	NA	99.6998%	0.3002%	NA	NA
Percentage of total shares with voting rights	75.8865%	75.2661%	75.0401%	0.2259%	0.0208%	NA
Percentage of total shares	72.4445%	71.8521%	71.6365%	0.2157%	0.0199%	NA

Establishes the date of May 19<sup>th</sup> 2023 as the registration date for the identification of the shareholders on whom the effects of the decisions adopted by the OGMS are reflected, in accordance with the provisions of art. 87(1) of Law no. 24/2017 and the date of May 18<sup>th</sup>, 2023 as "ex-date" calculated in accordance with the provisions of art. 2(2) lit. (I) from Regulation no. 5/2018. Payment date is not applicable.



## Item 12

OGSM12	Cvorum	Casted Votes	'For'	'Against'	'Abstention'	Unexpresse d
Voting rights	382,854,977	378,771,496	376,974,406	1,797,090	51,039	4,083,481
Percentage of casted votes	NA	NA	99.5255%	0.4745%	NA	NA
Percentage of total shares with voting rights	75.8865%	75.0771%	74.7209%	0.3562%	0.0101%	NA
Percentage of total shares	72.4445%	71.6718%	71.3317%	0.3400%	0.0097%	NA

Approves the power of attorney, with the possibility of substitution, of Mr. Mihai Alexandru Constantin LOGOFĂTU, as the legal representative of the President of the Company's Board of Directors, to sign the resolutions of the shareholders and any other documents related to them and to fulfill all the procedures and the formalities provided by law for the purpose of implementing shareholders' decisions, including the formalities of their publication and registration in the Trade Register or any other public institution.





## Extraordinary General Shareholders Meeting

Today, 27 April 2023, 13:00 (Romanian time), the shareholders of BITTNET SYSTEMS SA, (“the Company”) met in the Extraordinary General Shareholders Meeting (“EGSM”) of the Company, at the first convocation, at the Bucharest headquarters located in Bucharest, 44 Sergent Ion Nuțu street, One Cotroceni Park, A and B entries, 4th Floor, district 5, Bucharest, as well as in electronic format, through the two-way communication systems made available to shareholders by the Company.

The EGSM was opened by Mr. Mihai-Alexandru-Constantin Logofatu, as legal representative of the Chairman of the Board of Directors.

In accordance with:

1. The convening notice for the OGSM published on the Company's website (<https://investors.bittnet.ro/>) and on the BSE's website (<https://www.bvb.ro/>) on 23.03.2023, in the Romanian Official Gazette, Part IV, no. 1396 from 24.03.2023, and in the National newspaper from 24.03.2023;
2. The provisions of the Companies Law no. 31/1990, republished, with subsequent amendments and completions (Law no. 31/1990);
3. The provisions of Law no. 297/2004 regarding the capital market, with the subsequent modifications and completions (Law no. 297/2004);
4. The provisions of Law no. 24/2017 on the issuers of financial instruments and market operations, with subsequent amendments and completions (Law no. 24/2017);
5. The provisions of the FSA Regulation no. 5 of 2018 regarding issuers and operations with securities, with subsequent amendments and completions (Regulation no. 5/2018);
6. The provisions of the CNVM Regulation no. 6/2009 on the exercise of certain rights of shareholders in the general meetings of companies, with subsequent amendments and completions (Regulation no. 6/2009)

Following the debates, the Company's shareholders adopted the following decisions regarding the items on the agenda:



## Item 1

EGSMo1	Cvorum	Casted Votes	'For'	'Against'	'Abstention'	Unexpressed
Voting rights	378,132,199	375,089,226	374,308,739	780,487	187	3,042,973
Percentage of casted votes	NA	NA	99.7919%	0.2081%	NA	NA
Percentage of total shares with voting rights	74.9504%	74.3473%	74.1926%	0.1547%	0.0000	NA
Percentage of total shares	71.5508%	70.9750%	70.8273%	0.1477%	0.0000	NA

Approves, according to the procedure of organizing and holding the general meetings of the Company's shareholders, the election of the Chairman of the meeting, Mr. Mihai-Alexandru-Constantin LOGOFATU and of the meeting secretary of the lawyer Ioana PRECUP, who has the quality of shareholder of the company.



## Item 2

EGSMo2	Cvorum	Casted Votes	'For'	'Against'	'Abstention'	Unexpressed
Voting rights	378,132,199	373,721,500	371,021,226	2,700,274	1,364,433	4,410,699
Percentage of casted votes	NA	NA	<b>99.2775%</b>	0.7225%	NA	NA
Percentage of total shares with voting rights	74.9504%	74.0762%	73.5409%	0.5352%	0.2704%	NA
Percentage of total shares	71.5508%	70.7162%	70.2053%	0.5110%	0.2582%	NA

Approves the amendment of art. 9.14 of the Company's Articles of Incorporation, which will have the following content: "The Board of Directors may be authorized to decide, for a period of three (3) years from the date of approval of the delegation at the Extraordinary General Meeting of Shareholders, to increase the capital through one or more share issues up to a value that does not exceed half of the subscribed share capital, existing at the time of authorisation.



## Item 3

EGSMo3	Cvorum	Casted Votes	'For'	'Against'	'Abstention'	Unexpressed
Voting rights	378,132,199	372,324,274	369,275,699	3,048,575	2,666,249	5,807,925
Percentage of casted votes	NA	NA	99.1812%	0.8188%	NA	NA
Percentage of total shares with voting rights	74.9504%	73.7992%	73.1949%	0.6043%	0.5285%	NA
Percentage of total shares	71.5508%	70.4518%	69.8750%	0.5769%	0.5045%	NA

Approves the introduction of a new article 9.15 within Articles of Incorporation, which will have the following content: "9.15. Exclusively in order to increase the capital under the conditions mentioned in article 9.14. above, the Board of Directors may be authorized, according to an approval within the Extraordinary General Meeting of Shareholders, for each of the capital increases made up to the level of the authorized capital, the power to decide the restriction or lifting of the preferential right of the shareholders existing on the date the corresponding increase in the social capital."

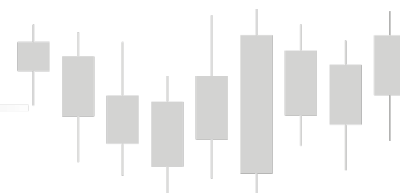
The rest of the sub-articles within art. 9 – The reduction or increase of the share capital will be renumbered.



## Item 4

EGSMo4	Cvorum	Casted Votes	'For'	'Against'	'Abstention'	Unexpressed
Voting rights	378,132,199	372,813,091	369,755,972	3,057,119	2,280,282	5,319,108
Percentage of casted votes	NA	NA	99.1800%	0.8200%	NA	NA
Percentage of total shares with voting rights	74.9504%	73.8961%	73.2901%	0.6060%	0.4520%	NA
Percentage of total shares	71.5508%	70.5443%	69.9659%	0.5785%	0.4315%	NA

Approves the extension for a period of 3 (three) years, from the date of this EGMS decision, for period for which the Board of Directors is authorized to decide to increase the share capital, through one or more share issues up to a value that will not exceed half of the share capital existing at the time of authorization.



## Item 5

The necessary quorum of 85% for the approval of point 5 on the agenda was not obtained, respectively at the meeting the registered quorum was of 74.95%. Consequently, this point was not subject to the EGSM approval.

## Item 6

EGSMo6	Cvorum	Casted Votes	'For'	'Against'	'Abstention'	Unexpressed
Voting rights	378,132,199	373,112,169	371,342,637	1,769,532	1,590,354	5,020,030
Percentage of casted votes	NA	NA	99.5257%	0.4743%	NA	NA
Percentage of total shares with voting rights	74.9504%	73.9554%	73.6046%	0.3507%	0.3152%	NA
Percentage of total shares	71.5508%	70.6009%	70.2661%	0.3348%	0.3009%	NA

Approves the amendment of art. 9.17 of the Company's Constitutive Act, which will have the following content: "9.17. The decision of the meeting regarding the increase of the share capital is effective only if was carried out within 18 months from its date."



## Item 7

EGSMo7	Cvorum	Casted Votes	'For'	'Against'	'Abstention'	Unexpressed
Voting rights	378,148,502	373,239,497	369,195,833	4,043,664	1,365,935	4,909,005
Percentage of casted votes	NA	NA	<b>98.9166%</b>	1.0834%	NA	NA
Percentage of total shares with voting rights	74.9536%	73.9806%	73.1791%	0.8015%	0.2707%	NA
Percentage of total shares	71.5539%	70.6250%	69.8599%	0.7651%	0.2585%	NA

Approves the amendment of art. 14.1. from the Company's Articles of Incorporation, which will have the following content: "14.1 For the validity of the deliberations of the ordinary general meeting, at the first convocation, the presence of shareholders (in person, by representation or voting by corespondence ) is required to represent at least 25% of the total number of voting rights, and the decisions must be taken by the shareholders who hold 50%+1 of the votes cast by the shareholders presence (in person, represented or who voted by mail)."



## Item 8

EGSMo8	Cvorum	Casted Votes	'For'	'Against'	'Abstention'	Unexpressed
Voting rights	378,148,502	372,470,377	369,981,637	2,488,740	1,665,054	5,678,125
Percentage of casted votes	NA	NA	<b>99.3318%</b>	0.6682%	NA	NA
Percentage of total shares with voting rights	74.9536%	73.8282%	73.3349%	0.4933%	0.3300%	NA
Percentage of total shares	71.5539%	70.4795%	70.0086%	0.4709%	0.3151%	NA

Approves the amendment to art. 17.12 of the Company's Articles of Incorporation, which will have the following content: 17.12. On the date of this Articles of Incorporation, the Board of Directors consists of 5 (five) members, as follows :

- (i) Ivylon Management SRL, Romanian legal entity, with headquarters in Bucharest, Drumul Sării no. 45 (formerly no. 27), approx. 1, sector 6, registered at the Trade Register Office with no. J40/7852/2019 and unique registration no. 41260660, represented by Mr. Logofătu Mihai Alexandru Constantin - Romanian citizen, domiciled in Bucharest, identified with CI series [·] no. [·] released by [·] on [·], CNP [·] - President;
- (ii) Mr. Anghel Lucian Claudiu, Romanian citizen, born in Bucharest on [·], domiciled in [·], holder of CI series [·] no. [·] issued by [·] on [·], CNP [·] - Vice President;





- (iii) Mr. Logofătu Cristian Ion, Romanian citizen, born in Bucharest on [·], domiciled in [·], holder of CI series [·] no. [·] issued by [·] on [·], CNP [·] Member;
- (iv) Dynamic Data Drawings S.R.L., Romanian legal entity, with headquarters in Bucharest, Sector 1, Șoseaua Bucuresti-Târgoviște, no. 22B, Block 1, Stair A, apartment 405, registered at the Commercial Registry Office next to the Bucharest Court with no. order J40/13489/2019 and unique registration code 41741710, represented by Anca Mănișiu - - Romanian citizen, domiciled in Bucharest, identified with CI series [·] no. [·] issued by [·] on [·], CNP [·];
- (v) Rudolf-Paul Vizental - - Romanian citizen, domiciled in Bucharest, identified with CI series [·] no. [·] issued by [·] on [·], CNP [·] - Member.



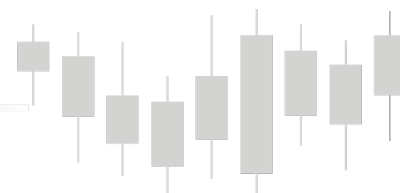
## Item 9

EGSMo9	Cvorum	Casted Votes	'For'	'Against'	'Abstention'	Unexpressed
Voting rights	378,148,502	374,150,039	370,885,352	3,264,687	457,243	3,998,463
Percentage of casted votes	NA	NA	<b>99.1274%</b>	0.8726%	NA	NA
Percentage of total shares with voting rights	74.9536%	74.1611%	73.5140%	0.6471%	0.0906%	NA
Percentage of total shares	71.5539%	70.7973%	70.1796%	0.6177%	0.0865%	NA

Approves the increase of the share capital with the maximum amount of RON 6,341,767,20 through the issuance of 63,417,672 preferential shares, under the terms of the Articles of Incorporation, with a nominal value of 0.1 RON/share. The preferential shares will be issued for the benefit of the shareholders registered in the Register of Shareholders held by the Central Depository on the registration date to be determined by the GMS. The capital increase will take place under the following conditions:

a) The number of newly issued shares will be 63,417,672 with a nominal value of 0.1 RON/share and an issue premium that will be established within the public offer, by the Board of Directors, which is hereby mandated in this sense.

b) The preferential shares will be offered for subscription, within the right of preference, to the existing shareholders on the date of registration. The period for exercising the right of preference will be one month from the date established in the offer document and will begin on a date subsequent to the registration date related to the increase in the share capital and the date of publication of the decision in the Official Gazette of Romania.



c) For the subscription of 10 new shares under the preferential right, a number of 100 preferential rights are required. A holder of preference rights entitled to participate in the capital increase may purchase a maximum number of newly issued preference shares calculated by dividing the number of preference rights held, by the number of preference rights required to subscribe for a new preference share. If, from the mathematical calculation, the maximum number of shares that can be subscribed under the preferential right is not a natural number, the maximum number of preferential shares that can actually be subscribed will be rounded down to the immediately lower natural number;

d) After the expiration of the period of exercising the preference right, the newly issued shares remaining unsubscribed will be offered for subscription in a public offer or a private placement;

e) The preferential shares remaining unsubscribed after their offer in the public offer will be canceled by the decision of the Board of Directors which ascertains the effective results of the increase in the share capital and which approves the amendment of the Articles of Incorporation, following that the value of the increase in the share capital will be determined by reporting on the shares actually subscribed within the stages mentioned in the points above.

f) The preferential shares that will be subscribed as part of the capital increase operation may be converted into common shares at the decision of the General Meeting of the Company's Shareholders, at any time after 5 (five) years from the date of issuance of the preferential shares.

g) The increase of the share capital is carried out to strengthen the financial position of the company – which will allow the Company to finance new investment projects, to increase its borrowed capital, or on the contrary, to reduce its exposure to loans. The capital raised from this operation can be used, in part or in full, for the early repayment of one or more bond issues of the issuer. In this regard, the Board of Directors is mandated to decide the early repayment of the bonds, depending on the market context;

g) The increase of the share capital is carried out to strengthen the financial position of the company – which will allow the Company to finance new investment projects, to increase its borrowed capital, or on the contrary, to reduce its exposure to loans. The capital raised from this operation can be used, in part or in full, for the early repayment of one or more bond issues



of the issuer. In this regard, the Board of Directors is mandated to decide the early repayment of the bonds, depending on the market context;

h) The Board of Directors is authorized to undertake any steps necessary to implement the decision to increase the share capital, including but not limited to:

i. contracting the services for preparation of the necessary documentation for the implementation of the share capital increase, including but not limited to the drafting of the document presenting the pre-emptive rights, the prospectus/prospectus for the exercise of the pre-emptive right, as well as for the actual progress of the share capital increase;

ii. establishing the subscription period and payment methods;

iii. establishing the price of the offer, the issue premium or the method of determining it;

iv. establishing the technique of registering the offer (i.e. using the BVB trading system or by direct transfer);

v. establishing the method of carrying out the offer, the price or the price range for the auction, etc.;

vi. cancellation of unsubscribed shares in the last stage of the issue;

vii. adopting all the necessary decisions for the implementation of the decision to increase the share capital;

viii. amendment of the Articles of Incorporation according to the results of the share capital increase;

ix. performing all the steps necessary for admission to trading on the BVB Regulated Market.

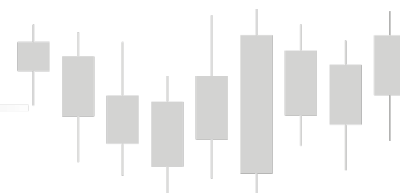
Approves the registration date (defined as the date used to identify the shareholders on whom the decision applies), of the ex-date and payment date for the preferential rights, as follows: 19.07.2023 – Registration Date; 18.07.2023 - Date Ex-date; 20.07.2022 - Payment date for preferential rights.



## Item 10

EGSM10	Cvorum	Casted Votes	'For'	'Against'	'Abstention'	Unexpressed
Voting rights	378,148,502	371,156,499	368,546,163	2,610,336	2,956,350	6,992,003
Percentage of casted votes	NA	NA	99.2967%	0.7033%	NA	NA
Percentage of total shares with voting rights	74.9536%	73.5677%	73.0503%	0.5174%	0.5860%	NA
Percentage of total shares	71.5539%	70.2309%	69.7369%	0.4939%	0.5594%	NA

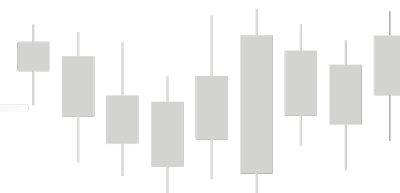
Approves the annulment of EGMS Decision no. 04/20.04.2022 regarding the increase of the share capital by issuing a number of 36,956,684 preferential shares, as voted by the general meeting of 20.04.2022. Approves the withdrawal of BNETR14 pre-emptive rights issued in order to carry out this operation and their cancellation



## Item 11

EGSM11	Cvorum	Casted Votes	'For'	'Against'	'Abstention'	Unexpressed
Voting rights	378,150,185	367,941,789	364,046,661	3,895,128	6,694,205	10,208,396
Percentage of casted votes	NA	NA	<b>98.9414%</b>	1.0586%	NA	NA
Percentage of total shares with voting rights	74.9540%	72.9305%	72.1585%	0.7721%	1.3269%	NA
Percentage of total shares	71.5542%	69.6226%	68.8855%	0.7370%	1.2667%	NA

Approves a long-term remuneration plan, based on participation in the company's capital for a maximum of 10% of the total shares of the Company - ("Plan"), based on performance indicators such as total sales to customers, EBITDA or market capitalization of the company, in the form presented to the general meeting.



## Item 12

EGSM12	Cvorum	Casted Votes	'For'	'Against'	'Abstention'	Unexpressed
Voting rights	378,150,185	373,872,668	371,701,651	2,171,017	454,525	4,277,517
Percentage of casted votes	NA	NA	99.4193%	0.5807%	NA	NA
Percentage of total shares with voting rights	74.9540%	74.1061%	73.6758%	0.4303%	0.0901%	NA
Percentage of total shares	71.5542%	70.7448%	70.3340%	0.4108%	0.0860%	NA

Approves the purchase of a number of registered shares representing 70% of the share capital of the company DATAWARE CONSULTING SRL., a legal entity organized and operating in accordance with Romanian legislation, with its registered office in Bucharest, Strada Bilciurești 9A, floor 3, sector 2, registration number at Trade Register J40/260/2011, Unique Registration Code RO27895927, Unique European Identifier (EUID) ROONRC.J40/260/2011. The transaction price is 18,550,000 RON (eighteen million five hundred and fifty lei) and will be paid in two installments:

- Tranche 1 will be paid by the daughter-company Dendrio Solution SRL, in cash, in the amount of 13,550,000 RON (thirteen million five hundred fifty lei)
- Tranche 2 in the amount of 5,000,000 RON (five million lei) will be paid in the form of BNET shares that will be settled in a future capital increase operation. The actual number of shares to be issued by the Company will be determined in accordance with the provisions of art. 210(2) of Law no. 31/1990 and art. 87-88 of Law no. 24/2017 regarding issuers of financial instruments and market operations and art. 174 of the ASF Regulation no. 5/2018.



The Board of Directors of the Company is mandated to establish the implementation procedure and all the future steps necessary to carry out this decision, after the completion of the due diligence process.

## Item 13

EGSM13	Cvorum	Casted Votes	'For'	'Against'	'Abstention'	Unexpressed
Voting rights	378,150,185	373,614,416	371,110,512	2,503,904	1,083,168	4,535,769
Percentage of casted votes	NA	NA	<b>99.3298%</b>	0.6702%	NA	NA
Percentage of total shares with voting rights	74.9540%	74.0549%	73.5586%	0.4963%	0.2147%	NA
Percentage of total shares	71.5542%	70.6960%	70.2222%	0.4738%	0.2050%	NA

Approves the ratification of the additional act to purchase a number of The E-Learning Company SA shares, dated 29.01.2021, as well as the approval that the transaction price be paid in full in cash without the need for compensation in BNET shares.





## Item 14

EGSM14	Cvorum	Casted Votes	'For'	'Against'	'Abstention'	Unexpressed
Voting rights	378,150,185	373,898,556	371,428,373	2,470,183	802,508	4,251,629
Percentage of casted votes	NA	NA	99.3393%	0.6607%	NA	NA
Percentage of total shares with voting rights	74.9540%	74.1112%	73.6216%	0.4896%	0.1591%	NA
Percentage of total shares	71.5542%	70.7497%	70.2823%	0.4674%	0.1519%	NA

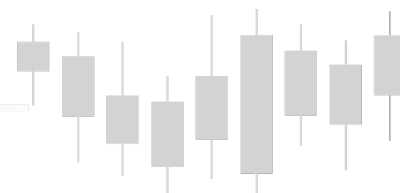
Approves the ratification of the additional act to purchase a number of Nenos Software SRL shares, dated 10.08.2021, as well as the approval that the transaction price be paid full in cash, without the need for compensation in BNET shares.



## Item 15

EGSM15	Cvorum	Casted Votes	'For'	'Against'	'Abstention'	Unexpressed
Voting rights	378,150,185	373,897,556	371,022,898	2,874,658	802,508	4,252,629
Percentage of casted votes	NA	NA	99.2312%	0.7688%	NA	NA
Percentage of total shares with voting rights	74.9540%	74.1111%	73.5413%	0.5698%	0.1591%	NA
Percentage of total shares	71.5542%	70.7495%	70.2056%	0.5439%	0.1519%	NA

Approves the ratification of the additional act to purchase ITPrepared SRL shares agreement dated 05.08.2021, as well as the approval that the transaction price be paid in full in cash, without the need for compensation in BNET shares.



## Item 16

EGSM16	Cvorum	Casted Votes	'For'	'Against'	'Abstention'	Unexpressed
Voting rights	378,150,185	373,892,313	371,793,602	2,098,711	807,068	4,257,872
Percentage of casted votes	NA	NA	<b>99.4387%</b>	0.5613%	NA	NA
Percentage of total shares with voting rights	74.9540%	74.1100%	73.6940%	0.4160%	0.1600%	NA
Percentage of total shares	71.5542%	70.7485%	70.3514%	0.3971%	0.1527%	NA

Approves the ratification of the additional act to the purchase agreement with Top Tech SRL shares, dated 21.03.2022, as well as the approval for the 2nd installment of the transaction price to be partially paid in cash 2,000,000.11 RON (two million ron and eleven) , partly by converting the amount of 2,999,999.89 lei (two million nine hundred and ninety-nine thousand, nine hundred and ninety-nine lei and eighty-nine) into BNET shares.



## Item 17

EGSM17	Cvorum	Casted Votes	'For'	'Against'	'Abstention'	Unexpressed
Voting rights	378,150,185	374,605,672	373,094,140	1,511,532	95,392	3,544,513
Percentage of casted votes	NA	NA	99.5965%	0.4035%	NA	NA
Percentage of total shares with voting rights	74.9540%	74.2514%	73.9518%	0.2996%	0.0189%	NA
Percentage of total shares	71.5542%	70.8835%	70.5975%	0.2860%	0.0181%	NA

Approves a share buyback program, as follows:

a) Redemptions can be carried out through one or more operations carried out through the mechanisms of the capital market, in compliance with the applicable legal provisions (directly by the Company, through the mandate of a financial services company, or through one or more public offers).

b) The maximum number of shares that the Company can hold at a given time, following all redemptions (thus also being the maximum number of shares that can be targeted in any redemption operation): 10% of the capital registered at the ONRC at the time .

c) the maximum price will be equal to 1 RON/share;

d) minimum price: nominal value – 0.1 RON per share;

e) Purpose of redemption operations:



a. securing the necessary shares to satisfy the company's obligations under the following Stock Option Plan program;

or b. reduction of the social capital;

f) The Board of Directors is empowered to decide on the opportunity to launch each individual operation, on the effective price at which the offers or redemptions are carried out in the market, within the maximum value of 1 RON, taking into account the obligations and interests of the Company.

The Board of Directors is mandated to adopt all the necessary decisions in order to establish the fulfillment of this decision, as well as to establish the opportunity and the moment in which the redemption program should be carried out, depending on the context and market conditions.



## Item 18

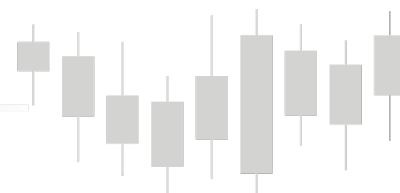
EGSM18	Cvorum	Casted Votes	'For'	'Against'	'Abstention'	Unexpressed
Voting rights	378,150,185	373,715,109	371,850,083	1,865,026	73,497	4,435,076
Percentage of casted votes	NA	NA	99.5009%	0.4991%	NA	NA
Percentage of total shares with voting rights	74.9540%	74.0749%	73.7052%	0.3697%	0.0146%	NA
Percentage of total shares	71.5542%	70.7150%	70.3621%	0.3529%	0.0139%	NA

Approves the authorization of the Company's Board of Directors to undertake all and any necessary acts, facts and measures, so that the shares remaining in the Company's treasury as a result of exercising the options of the beneficiaries of the Stock Option Plan type program:

(i) to be disposed of through the mechanisms allowed by the capital market legislation, such as: direct sale of shares in the market, sale through deal type transactions or within one / more private placements;

or (ii) to be allocated as a payment method to employees and/or directors, excluding members of the Board of Directors;

or (iii) to be returned free of charge to the shareholders who subscribed to the buyback offer carried out by the company, under the conditions provided by the legal regulations in force. The Board of Directors has the possibility of applying any of the options provided for in points (i) - (iii) above individually or cumulatively.



Also, if the treasury shares mentioned above will not be disposed of by one of the methods provided in points (i)-(iii), the Board of Directors will convene the General Meeting of Shareholders, in order to reduce the share capital, by canceling the shares that could not be disposed of within the 12-month period provided by law, calculated from the date of acquisition of the shares, in accordance with the provisions of art. 104<sup>1</sup>, paragraph (3).

## Item 19

EGSM19	Cvorum	Casted Votes	'For'	'Against'	'Abstention'	Unexpressed
Voting rights	378,150,185	374,425,797	373,426,882	998,915	204,151	3,724,388
Percentage of casted votes	NA	NA	99.7332%	0.2668%	NA	NA
Percentage of total shares with voting rights	74.9540%	74.2158%	74.0178%	0.1980%	0.0405%	NA
Percentage of total shares	71.5542%	70.8495%	70.6605%	0.1890%	0.0386%	NA

Approves the ratification of the Decision of the Board of Directors dated 16.02.2023 regarding the proportional early repayment from the investment loan contracted by the subsidiary company Dendrio Solutions SRL from Banca Transilvania SA. The reduction of the pro-rata exposure by the amount of RON 1,351,437 was made as a result of the sale of a 14% stake in Top Tech SRL according to the conditions agreed with Banca Transilvania at the time of



contracting the loan. Modification of the guarantees as a result of the transfer of ownership of the shares for the companies Top Tech SRL and zNet Computer SRL in favor of Dendrio, thus transforming the guarantees consisting of chattel mortgages on chattels (from future good) into chattel mortgages on chattels (existing good) and adding the quality of co-debtors for the companies Top Tech SRL and zNet Computer SRL to the loan contract, as well as the inclusion of relationships at the level of guarantees (mortgage on the accounts of co-debtors).

## Item 20

EGSM20	Cvorum	Casted Votes	'For'	'Against'	'Abstention'	Unexpressed
Voting rights	378,150,185	374,415,777	373,631,916	783,861	313,381	3,734,408
Percentage of casted votes	NA	NA	<b>99.7906%</b>	0.2094%	NA	NA
Percentage of total shares with voting rights	74.9540%	74.2138%	74.0584%	0.1554%	0.0621%	NA
Percentage of total shares	71.5542%	70.8476%	70.6993%	0.1483%	0.0593%	NA

Approves the date of May 19th, 2023 as the registration date for the identification of the shareholders affected by the decisions adopted by the EGMS, in accordance with the provisions of art. 87 (1) of Law no. 24/2017 and the date of May 18, 2023 as "ex-date" calculated in accordance with the provisions of art. 2 para. (2) lit. (I) from Regulation no. 5/2018. Payment date is not applicable.





## Item 21

EGSM21	Cvorum	Casted Votes	'For'	'Against'	'Abstention'	Unexpressed
Voting rights	378,150,185	374,624,076	373,407,861	1,216,215	3,189	3,526,109
Percentage of casted votes	NA	NA	99.6754%	0.3246%	NA	NA
Percentage of total shares with voting rights	74.9540%	74.2551%	74.0140%	0.2411%	0.0006%	NA
Percentage of total shares	71.5542%	70.8870%	70.6569%	0.2301%	0.0006%	NA

Approves the power of attorney, with the possibility of substitution, of Mr. Mihai Alexandru Constantin LOGOFĂTU, as the legal representative of the President of the Company's Board of Directors, to sign the resolutions of the shareholders and any other documents related to them and to fulfill all the procedures and the formalities provided by law for the purpose of implementing shareholders' decisions, including the formalities of their publication and registration in the Trade Register or any other public institution.

President of the Board

Mihai Alexandru Constantin Logofatu

