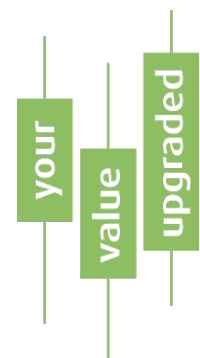


## Current Report no. 67 / 2023

Current report according to	Law 24/2017, ASF Regulation 5/2018
Date of report	19.12.2023
Company name	BITTNET SYSTEMS S.A.
Social address	44, Sergent Ion Nuțu, One Cotroceni Park, building A and B, 4 <sup>th</sup> floor, district 5, Bucharest
Headquarters	44, Sergent Ion Nuțu, One Cotroceni Park, building A and B, 4 <sup>th</sup> floor, district 5, Bucharest
Phone/Fax	021.527.16.00 / 021.527.16.98
CUI	21181848
Trade Register No	J40/3752/2007
The market on which the shares are traded	Segment: Main Market; Category: Standard
Symbol	BNET - shares BNET23A, BNET26E, BNET27A – bonds
Share capital	RON 63,417,671.40
The main characteristics of securities issued by the Company	634,176,714 shares at a face value of RON 0.10



**CONVENING NOTICE OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS OF  
BITTNET SYSTEMS S.A.**

In accordance with the provisions of the Companies Law no. 31/1990, republished, with subsequent amendments and additions, Law no. 24/2017 regarding issuers of financial instruments and market operations, ASF Regulation no. 5/2018 regarding issuers of financial instruments and market operations, with subsequent amendments and additions, and of the Company's Articles of Incorporation,

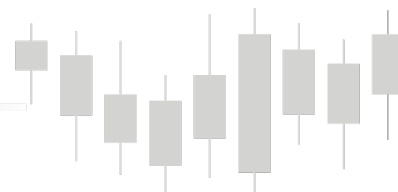
To the Board of Directors of BITTNET SYSTEMS S.A. - Romanian legal entity, with registered office in Str. Sergeant Ion Nuțu, no. 44, One Cotroceni Park, Building A and Building B, floor 4, sector 5, Bucharest, registered at the Trade Register under no. J40/3752/22.02.2007, Unique Registration Code RO21181848 (the Company),

CONVOKE

**ORDINARY GENERAL MEETING of SHAREHOLDERS** for January 25<sup>th</sup>, 2024 at 11:00 a.m. at Str. Sergeant Ion Nuțu, no. 44, One Cotroceni Park, Building A and Building B, floor 4, sector 5, Bucharest, in which shareholders registered at the end of January 12, 2024, considered the Reference Date, in the shareholders' register kept by the CENTRAL DEPOSITORY are entitled to participate and vote ("OGMS"). In the event of failure to meet the valid quorum at the first convocation, a second meeting of the OGMS will be held on January 26<sup>th</sup>, 2024 at 11:00 a.m., in the same place and with the same agenda and having the same Reference Date; and

**Agenda of the Ordinary General Meeting of Shareholders**

1. According to the procedure for organizing and conducting the general meetings of the Company's shareholders, the election of the Chairman of the Meeting, Mr. Mihai-Alexandru-Constantin LOGOFĂȚU, and the secretary of the meeting, Ms. Ioana PRECUP, who is a shareholder of the Company.
2. Revocation of the Board of Directors and election of a new Board of Directors consisting of 5 (five) members. The term in office of the elected administrators will be 4 (four) years from the date of appointment. Proposals regarding candidates for the position of member of the Board of Directors can



be made by shareholders or current members of the Board in accordance with the provisions of point 8 of the Procedure for organizing and holding the general meetings of BITTNET SYSTEMS S.A. shareholders.

3. The authorization of Mr. Adrian Victor STĂNESCU, who is the Financial Director of the Company, in the name and on behalf of the Company, with full power and authority, to sign the mandate contracts with the members of the Board of Directors, in the form presented to the general meeting of shareholders.
4. Approval of the power of attorney, with the possibility of substitution, of Mr. Mihai Alexandru Constantin LOGOFĂȚU, as the legal representative of the President of the Company's Board of Directors, to sign the resolutions of the shareholders, the updated Articles of Incorporation of the Company and any other related documents, including, and to fulfill all the procedures and formalities provided by law for the purpose of implementing the decisions of the shareholders, including the formalities of their publication and registration in the Trade Register or any other public institution.
5. Establishing the date of February 13<sup>th</sup> , 2024 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 February 12, 2024 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.

## GENERAL INFORMATION REGARDING THE OGMS

### Availability of informative materials, completing the agenda and questions regarding the topics on the agenda

Starting from December 25, 2023 and until the date set for the holding of the general meeting, they can be obtained by shareholders by sending a written request to [investors@bittnet.ro](mailto:investors@bittnet.ro) or can be downloaded from the company's website <https://investors.bittnet.ro> , category <Bittnet Group>, section <General Meetings> the following documents: The convocation, , the statement regarding the total number of issued shares and voting rights on the Reference Date, the draft resolutions proposed for the approval of the general meeting, the forms of general/special power of attorney usable for voting by proxy, the voting forms to be used through the



electronic voting transmission system through the voting platform provided by the company, the procedure for participating in the AGM electronically approved by the CA Decision, the list of candidature proposals for the position of member in the Board of Directors of the Company, the following documents to be presented in the general meeting.

The direct link to the OGMS webpage is:

<https://investors.bittnet.ro/intalniri-ale-actionarilor/aga-25-ianuarie-2024/>

<https://investors.bittnet.ro/ro/intalniri-ale-actionarilor/>

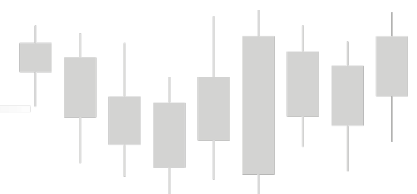
Each shareholder has the right to ask questions regarding the items on the agenda, in compliance with the Procedure for organizing and conducting the general meetings of the Company's shareholders ([https://investors.bittnet.ro/wp-content/uploads/2020/03/Procedura\\_AGA\\_BNET-rerv200120.pdf](https://investors.bittnet.ro/wp-content/uploads/2020/03/Procedura_AGA_BNET-rerv200120.pdf)), exclusively to [investors@bittnet.ro](mailto:investors@bittnet.ro), until January 22, 2024, at 6:00 p.m. at the latest. The proposals of the shareholders regarding the completion of the agenda and draft resolutions will comply with the provisions contained in the Procedure for organizing and conducting the general meetings of the Company's shareholders:

[https://investors.bittnet.ro/wp-content/uploads/2020/03/Procedura\\_AGA\\_BNET-rerv200120.pdf](https://investors.bittnet.ro/wp-content/uploads/2020/03/Procedura_AGA_BNET-rerv200120.pdf)

In order to exercise the right to introduce items on the agenda/the right to present draft resolutions for the items included or proposed to be included on the agenda of the Meeting, the entitled shareholders will be able to send the request to the Company at [investors@bittnet.ro](mailto:investors@bittnet.ro), with the written mention "PROPOSAL OF NEW ITEMS ON THE AGENDA FOR THE GENERAL MEETING OF SHAREHOLDERS", until January 05, 2024, at 18:00. If a completed agenda will be published at the request of the significant shareholders in accordance with the legal provisions and of this Call, the revised / supplemented agenda will be published prior to the Reference Date mentioned in this Call. In the event that a completed agenda will be published at the request of significant shareholders in accordance with the legal provisions and this Convocation, the deadline for submitting questions remains unchanged.

### Participation on the OGMS

According to the legal provisions in force, only persons who are registered as shareholders at the end of January 12, 2024 (Reference Date) have the right to participate and vote in the Assembly. The company makes



available and recommends to the shareholders the participation and voting by electronic means of remote communication at the convened general meetings. In accordance with the Procedure for organizing and conducting the general meetings of the Company's shareholders as approved by EGMS decision no. 3/26.11.2020, the shareholders registered in the shareholders' register on the Reference Date can participate in the meetings convened by this convenor, using the tele/video conference system provided by the company, and to cast their vote they will use the electronic voting system through the voting platform provided by the company. The procedure for participation and electronic voting at general meetings of shareholders according to this convocation is described here:

<https://investors.bittnet.ro/intalniri-ale-actionarilor/aga-25-ianuarie-2024/>

The special/general proxies will be sent to [investors@bittnet.ro](mailto:investors@bittnet.ro) , so that they are received by the Company no later than January 22, 2024, at 6:00 p.m. Powers of attorney not submitted within the deadline or in a way other than that described in this invitation will not be taken into account. Additional information can be obtained by sending a written request to [investors@bittnet.ro](mailto:investors@bittnet.ro) or from the company website <https://investors.bittnet.ro>, category <Bittnet Group>, section <General Meetings>.

### **The right to propose candidates for the position of member of the Board of Directors**

The Company's shareholders, regardless of the share held in the share capital, as well as the members of the Company's Board of Directors can present proposals for candidates for appointment as a member of the Company's Board of Directors, including in the application information about the name, place of residence and professional qualification of the persons proposed and accompanied by (i) a copy of the valid identity document of the shareholder/manager of the Company (in the case of individuals, identity card, identity card, passport, residence permit, respectively in the case of legal entities, identity card , identity card, passport, residence permit of the legal representative), (ii) curriculum vitae of the proposed person and (iii) in the case of proposing a candidate for the position of independent member, a declaration on the candidate's own responsibility regarding the fulfillment of all the criteria of eligibility.

The Company's shareholders/administrators will be able to submit/transmit the request addressed to the Company, together with the documents listed in the paragraph above, in a sealed envelope (in original), by



post or courier services, at the Company's headquarters in Str. Sergeant Ion Nuțu, no. 44, One Cotroceni Park, Building A and Building B, floor 4, sector 5, Bucharest, or sent by fax (+4021)5271698 or e-mail with extended electronic signature incorporated according to Law no. 455/2001 regarding the electronic signature, to the address [investors@bittnet.ro](mailto:investors@bittnet.ro), until January 5, 2024, at 18:00, with the written mention „PROPOSAL OF CANDIDATES FOR THE POSITION OF MEMBER OF THE BOARD OF DIRECTORS”.

President of the Board

Mihai-Alexandru-Constantin LOGOFĂTU

