

Current Report no. 75 / 2024

Current report according to	Law 24/2017, ASF Regulation 5/2018
Date of report	16.12.2024
Company name	BITTNET SYSTEMS S.A.
Social address	44, Sergent Ion Nuţu str , One Cotroceni Park, building A and B, 4 th floor, district 5, Bucharest
Headquarters	44, Sergent Ion Nuţu str , One Cotroceni Park, building A and B, 4 th 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 BNET26E, BNET27A, BNET28, BNET28A – 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





OGMS and EGMS decisions of 16.12.2024

Ordinary General Meeting of Shareholders

Today, 16th of December 2024, at 12:00 p.m. (Romanian time), the shareholders of BITTNET SYSTEMS S.A., (the Company) met in the Ordinary General Meeting of Shareholders (OGMS) of the Company, at the first call, both in physical form at the HQ in Bucharest, address: Str. Sergent Nutu Ion no. 44, district 5, One Controceni Park Building, 4th floor, as well as in electronic format through the communication systems made available to shareholders by the Company.

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

- 1. The notice for the OGMS published on the Company website (https://investors.bittnet.ro/) and on the BSE website (www.bvb.ro) on 12.11.2024, in the Official Gazette of Romania, Part IV, number 4771 of 13.11.2024 and in the newspaper National of 13.11.2024;
- 2. The provisions of the Companies Law no. 31/1990, republished, with subsequent amendments and additions (Law no. 31/1990);
- 3. The provisions of Law no. 297/2004 on the capital market, with subsequent amendments and additions (Law no. 297/2004);
- 4. The provisions of Law no. 24/2017 on issuers of financial instruments and market operations, with subsequent amendments and additions (Law no. 24/2017);
- 5. The provisions of FSA Regulation no. 5 of 2018 on securities issuers and operations, with subsequent amendments and additions (Regulation no. 5/2018);
- 6. Provisions of CNVM Regulation no. 6/2009 regarding the exercise of certain shareholder rights during general meetings of commercial companies, with subsequent amendments and additions (Regulation no. 6/2009)

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





OGMS01	Cvorum	Casted Votes	'FOR'	'AGAINST'	'Abstention'	Unexpressed
Voting rights	442,668,818	441,890,899	440,441,093	1,449,806	40,968	777,919
Percentage of casted votes	NA	NA	99.6719%	0.3281%	NA	NA
Percentage of total shares with voting rights	70.1977%	70.0744%	69.8445%	0.2299%	0.0065%	NA
Percentage of total shares	69.8021%	69.6795%	69.4508%	0.2286%	0.0065%	NA

The approvel of the election of the Chairman of the meeting, Mr. Mihai-Alexandru-Constantin LOGOFATU, and the secretary of the meeting, Mrs. Ioana PRECUP, lawyer, who is a shareholder of the Company, according to the procedure for organizing and conducting the general meetings of the Company's shareholders





OGMSo2	Cvorum	Casted Votes	'FOR'	'AGAINST'	'Abstention'	Unexpressed
Voting rights	442,783,922	441,685,477	440,538,649	1,146,828	495,129	1,098,445
Percentage of casted votes	NA	NA	99.7404%	0.2596%	NA	NA
Percentage of total shares with voting rights	70.2160%	70.0418%	69.8599%	0.1819%	0.0785%	NA
Percentage of total shares	69.8203%	69.6471%	69.4662%	0.1808%	0.0781%	NA

Approvel for the revocation of the auditor LIONLINK AUDIT SRL, based in the Municipality of Cluj-Napoca, AVRAM IANCU Square, No. 15, Cluj County, registered at the Bucharest Trade Register under no. J12/1894/2009, having CUI 26097382, company authorized by the Romanian Chamber of Financial Auditors with authorization no. 944/04.12.2009, ASPAAS authorization no. FA944 considering the ending of the audit contract, starting with the date of this Ordinary General Meeting of Shareholders;





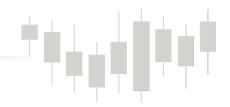
OGMSo3	Cvorum	Casted Votes	'FOR'	'AGAINST'	'Abstention'	Unexpressed
Voting rights	442,783,922	441,410,174	437,741,073	3,669,101	533,593	1,373,748
Percentage of casted votes	NA	NA	99.1688%	0.8312%	NA	NA
Percentage of total shares with voting rights	70.2160%	69.9981%	69.4163%	0.5818%	0.0846%	NA
Percentage of total shares	69.8203%	69.6037%	69.0251%	0.5786%	0.0841%	NA

The approvel of the auditor KPMG AUDIT SRL with headquarters in Bucharest, Soseaua Bucuresti - Ploiesti no. 89A, Sector 1, registered at the Bucharest Trade Registry under no. J4o/4439/2000, having CUI 12997279, company authorized by the Romanian Chamber of Financial Auditors with authorization no. 9/2001, registration by ASF no. 48/11.02.2016 for the auditing of individual and consolidated financial statements related to the fiscal years 2024, 2025 and 2026, as well as the authorization of the Board of Directors, in the name and on behalf of the Company, with full power and authority:

- (i) to negotiate the terms and conditions of KPMG AUDIT SRL mandate, as well as to negotiate, approve and sign any documents, respectively to perform any necessary, useful or opportune legal acts and deeds in connection with the above;
- (ii) authorize representatives of the Company to sign any such documents, perform any such formalities and perform any such actions.

The mandate of the auditor is established until 30.04.2027.

The Articles of Incorporation of the Company, respectively article 22.4, will be updated accordingly.





OGMS04	Cvorum	Casted Votes	'FOR'	'AGAINST'	'Abstention'	Unexpressed
Voting rights	442,668,818	386,153,573	385,738,028	415,545	413,151	56,515,245
Percentage of casted votes	NA	NA	99.8924%	0.1076%	NA	NA
Percentage of total shares with voting rights	70.1977%	61.2356%	61.1697%	0.0659%	0.0655%	NA
Percentage of total shares	69.8021%	60.8905%	60.8250%	0.0655%	0.0651%	NA

The approvel of the date of January 9th , 2025 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 art. 87(1) of Law no. 24/2017 and the date of January 8th, 2025 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.





OGMS05	Cvorum	Casted Votes	'FOR'	'AGAINST'	'Abstention'	Unexpressed
Voting rights	442,668,818	440,903,074	437,878,033	3,025,041	42,528	1,765,744
Percentage of casted votes	NA	NA	99.3139%	0.6861%	NA	NA
Percentage of total shares with voting rights	70.1977%	69.9177%	69.4380%	0.4797%	0.0067%	NA
Percentage of total shares	69.8021%	69.5237%	69.0467%	0.4770%	0.0067%	NA

The approval of the power of attorney, with the possibility of substitution, of Mr. Mihai Alexandru Constantin LOGOFATU, 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 Meeting of Shareholders

Today, 16th of December 2024, at 12:00 p.m. (Romanian time), the shareholders of BITTNET SYSTEMS S.A., (the Company) met in the Extraordinary General Meeting of Shareholders (EGMS) of the Company, at the first call, both in physical form at the HQ in Bucharest, adress: Str. Sergent Nutu Ion no. 44, district 5, One Controceni Park Building, 4th floor, as well as in electronic format through the communication systems made available to shareholders by the Company.

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





- 1. The notice for the OGMS published on the Company website (https://investors.bittnet.ro/) and on the BSE website (www.bvb.ro) on 12.11.2024, in the Official Gazette of Romania, Part IV, number 4771 of 13.11.2024 and in the newspaper National of 13.11.2024;
- 2. The provisions of the Companies Law no. 31/1990, republished, with subsequent amendments and additions (Law no. 31/1990);
- 3. The provisions of Law no. 297/2004 on the capital market, with subsequent amendments and additions (Law no. 297/2004);
- 4. The provisions of Law no. 24/2017 on issuers of financial instruments and market operations, with subsequent amendments and additions (Law no. 24/2017);
- 5. The provisions of FSA Regulation no. 5 of 2018 on securities issuers and operations, with subsequent amendments and additions (Regulation no. 5/2018);
- 6. Provisions of CNVM Regulation no. 6/2009 regarding the exercise of certain shareholder rights during general meetings of commercial companies, with subsequent amendments and additions (Regulation no. 6/2009)

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

Item 1

EGMS01	Cvorum	Casted Votes	'FOR'	'AGAINST'	'Abstention'	Unexpressed
Voting rights	442,737,056	357,334,988	355,932,266	1,402,722	84,588,533	85,402,068
Percentage of casted votes	NA	NA	99.6074%	0.3926%	NA	NA
Percentage of total shares with voting rights	70.2086%	56.6656%	56.4432%	0.2224%	13.4139%	NA





Percentage						
of total	69.8129%	56.3463%	56.1251%	0.2212%	13.3383%	NA
shares		3 3 1 3	3 3		3 33 3	

Approvel of the election of the Chairman of the meeting Mr. Mihai-Alexandru-Constantin LOGOFATU and of the secretary of the meeting, Mrs. Ioana PRECUP, lawyer, who has the capacity of a shareholder of the Company, according to the procedure for organizing and conducting the general meetings of the Company's shareholders

Item 2

EGMS02	Cvorum	Casted Votes	'FOR'	'AGAINST'	'Abstention'	Unexpressed
Voting rights	442,737,056	261,377,801	256,727,787	4,650,014	180,545,720	181,359,255
Percentage of casted votes	NA	NA	98.2210 %	1.7790%	NA	NA
Percentage of total shares with voting rights	70.2086%	41.4489%	40.7115%	0.7374%	28.6307%	NA
Percentage of total shares	69.8129%	41.2153%	40.4821%	0.7332%	28.4693%	NA

The approvel of the sale transaction within one or more transactions on the DEAL market at the Bucharest Stock Exchange (BVB), to Societatea de Investitii Alternative cu Capital Privat Agista Investments S.A. and Impetum Investments SA of a total number of 6,598,350 FORT SA shares, a company registered and operating in Romania, registered at the Trade Registry of Bucharest under no. J40/9427/2015, Unique European Identifier (EUID) ROONRC. J40/9427/2015 and CUI 34836770, ticker on the AeRO-SMT market: 4RT, which the Company owns, each having an individual face value of 0.1 ron and a total face value of 659,835 ron, representing 58.8650% of the share capital of FORT SA.





EGMSo ₃	Cvorum	Casted Votes	'FOR'	'AGAINST'	'Abstention'	Unexpressed
Voting rights	442,737,056	260,759,352	253,847,138	6,912,214	180,889,330	181,977,704
Percentage of casted votes	NA	NA	97.3492%	2.6508%	NA	NA
Percentage of total shares with voting rights	70.2086%	41.3508%	40.2547%	1.0961%	28.6851%	NA
Percentage of total shares	69.8129%	41.1178%	40.0278%	1.0900%	28.5235%	NA

The approval of the purchase transaction in one or more tranches of a total number of 90,014 shares, owned by Societatea de Investitii Alternative cu Capital Privat Agista Investments S.A. within the company Dendrio Solutions SRL, a registered commercial company and operating in Romania registered at the Bucharest Trade Registry Office under no. J40/6266/1999, Unique European Identifier (EUID) ROONRC.J40/6266/1999 and CUI 11973883, each having a face value of 10 RON and a total face value of 900,140 RON, representing 11.7765% of the share capital of Dendrio Solutions SRL





EGMS04	Cvorum	Casted Votes	'FOR'	'AGAINST'	'Abstention'	Unexpressed
Voting rights	442,737,056	269,558,287	268,954,062	604,225	172,090,395	173,178,769
Percentage of casted votes	NA	NA	99.7758 %	0.2242%	NA	NA
Percentage of total shares with voting rights	70.2086%	42.7461%	42.6503%	0.0958%	27.2898%	NA
Percentage of total shares	69.8129%	42.5052%	42.4100%	0.0953%	27.1360%	NA

The approvel of the date of January 9th , 2025 as the registration date for the identification of the shareholders to whom the effects of the decisions adopted by the EGMS are reflected, in accordance with the provisions of art. 87(1) of Law no. 24/2017 and the date of January 08th, 2025 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.





EGMSo5	Cvorum	Casted Votes	'FOR'	'AGAINST'	'Abstention'	Unexpressed
Voting rights	442,737,056	269,884,496	266,689,136	3,195,360	171,756,152	172,852,560
Percentage of casted votes	NA	NA	98.8160%	1.1840%	NA	NA
Percentage of total shares with voting rights	70.2086%	42.7979%	42.2911%	0.5067%	27.2368%	NA
Percentage of total shares	69.8129%	42.5567%	42.0528%	0.5039%	27.0833%	NA

The approval of the power of attorney, with the possibility of substitution, of Mr. Mihai Alexandru Constantin LOGOFATU, 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.

The President of the Board of Directors

Through representative Mihai-Alexandru-Constantin LOGOFĂTU

