According to Law 24/2017, art.92^1, listed companies must submit to the shareholders' vote a Remuneration Policy for the Company's managers (defined as members of the board of directors or directors of the company, within the meaning of Law 31/1990).

In the case of BITTNET SYSTEMS SA (hereinafter referred to as the "Company" or "Company"), these are the members of the Board of Directors ("Board") and the General Manager and the Financial Manager (together referred to as "Directors").

Fixed remuneration of members of the Board of Directors (BOD)

The fixed remuneration of the Board of Directors members is approved annually by the ordinary general meeting of the Company's shareholders.In addition to the fixed remuneration presented above, other amounts may be paid to the members of the Board of Directors for participation in the Company's advisory committees, subject to the general limit of all remuneration as approved annually by the Company's ordinary general meeting of shareholders.

Fixed remuneration for directors

The fixed remuneration of each Director is established by the Company's Board of Directors.If a person combines the quality of a member of the Board of Directors and a director, the value of the fixed remuneration for Board members is combined with that of the fixed remuneration for Directors.

Additional benefits for Board members

None. The members of the Board of Directors will be reimbursed for expenses incurred for representing the Company and for the proper performance of their duties within the Board of Directors or advisory committees. The Company pays "D&O liability" policies for the members of the Board of Directors.

If a member of the Company's Board of Directors is appointed as a director of one of the Company's subsidiaries, he/she will be remunerated according to the remuneration of the other directors of the respective Company. This is not an additional "benefit" but a market remuneration for the responsibility exercised.

Additional benefits for directors

The company pays "D&O liability" policies for Directors.

If a Director of the Company is appointed as a director of one of the Company's subsidiaries, he will be remunerated according to the remuneration of the other directors of the respective company. This is not an additional "benefit" but a market remuneration for the responsibility exercised.

If a Board member or a Director exercises his mandate partially during a financial year, the remuneration to which he is entitled will be granted pro-rata with the period of the financial year in which he exercised his mandate.

Objectives and principles of the Policy

The policy objectives are based on the Company's objectives. Thus, the primary objective is to maximize the value of the Company ("shareholder wealth"), measured by the capitalization of the Company and by growing the business of the company and the group of which it is a part under profitable conditions. Considering that currently, and for the medium term, the Issuer intends to maintain the current dividend policy, which can be summarized by "capitalization of profits", the company's capitalization is the best measure of the value brought to shareholders by the management and the Board of Directors.

Correlation with employee remuneration and employment conditions

Bittnet's policy does not correlate in any way the remuneration of management with that of employees. We believe that there is a completely different specificity, based mainly on the existence of individual responsibilities, but also on contractual differences (mandate contract vs. employment contract). The correlation of the value of the proposed remunerations is with the representative values for companies of the same size and activity or with companies listed on the regulated market of the BVB.

All employees in companies controlled by the Bittnet group are also evaluated according to subjective criteria by direct managers, but also by colleagues, to ensure the alignment of desirable behaviors with the values of the Company.

Correlation of evaluation criteria with the Issuer's objectives

Given that the management's objective is to increase the intrinsic or market value of the Company, this criterion is correlated by definition with the objectives.

Contract durations, notice periods, pensions, termination conditions

The standard duration of the mandate contracts signed with the company's managers is 4 years. The notice period is at least 60 days. The members of the Board of Directors will be entitled to compensation payments in the event of the revocation of the contracts by the Company, without just cause.

Procedures regarding remuneration policy

The remuneration policy will be reviewed in at least the following situations:

- The Remuneration Committee finds (on its own initiative or upon notification by any person to whom the policy applies) any ambiguities, inconsistencies or difficulties in application, or the lack of correlation with market conditions. Thus, the main objective being the protection of shareholders' assets, the Policy may be subject to review if it is found that it could prevent the company from carrying out its activity as a going concern or in terms of performance.
- Any other situation that generates, in the opinion of the Board of Directors or the Remuneration Committee, the need to review the remuneration policy or, in any case, at least once every four years.

In these situations, interested parties propose a revision of the policy, the Remuneration Committee analyzes and approves (positively or negatively) the proposal, and following a positive opinion, the Remuneration Committee proposes the new remuneration policy to shareholders for approval, at the first AGM to be held.

Avoiding conflict of interest

Policy revisions do not take effect unless they receive a majority positive vote of shareholders.

If the Board of Directors proposes to the shareholders a change in the remuneration policy, without having received a prior opinion from the Remuneration Committee, the new proposal will mention this information.

Policy revision – changes from the previous version

The changes included in the current remuneration policy compared to the previous policy are:

- Elimination of the variable component (cancellation of the long-term remuneration plan, based on participation in the company's capital)

The previous policy was approved in the AGM of April 25th, 2024.

Possibility to opt out of the policy within a year

In order to achieve the objective of protecting the interests of shareholders and the value of their shares, this Policy recognizes that it is essential for the Issuer to be able to operate as a going concern, and in line with market practices and situations. The Policy must not constitute a blockage or a brake on attracting qualified individuals to the Company. Thus, in exceptional cases, during a year, the Issuer may derogate from the remuneration policy, if the Remuneration Committee finds (on its own initiative or upon notification by any person to whom the policy applies) some ambiguities, inconsistencies or difficulties in application, or the lack of correlation with market conditions. The policy may be subject to derogations if it is found that it could prevent the Company from carrying out its activity as a going concern or in terms of performance. In this case, the remuneration report for the respective fiscal year will include a detailed explanation of the exemptions applied, and will be submitted for approval by the shareholders at the first general meeting after the end of the fiscal year in which the exemption from the Policy occurred.