

We submit to the shareholders ratification of the transaction for sale the majority stake in ITPrepared SRL (Optimizor) in line with all share purchase or sale transactions carried out by our Group in last 11 years as a listed company. The sale of this holding falls in line within the announced strategy of Bittnet group to capitalize on the holdings in portfolio.

The transaction price amounted to RON 6.12 million and was paid by the buyer within 5 working days of signing the share purchase agreement (June 2025).

Optimizor, a company focused on IT managed services, was part of Bittnet group – within the Digital Infrastructure pillar – starting with August 2021 when Bittnet took over the majority stake (50.2%) from the two Optimizor co-founders. The total purchase price amounted to RON 3.9 million and was paid in 3 installments. The last 2 installments were adjusted based on Optimizor financial performance in FY2021 and 2022.

In almost 4 years of membership in the Bittnet group, Optimizor went through an extensive rebranding process, perfecting its new visual and brand identity and increasing its business from RON 2.34 million (in FY2020 - the year before joining the group), to over RON 9.77 million in 2024. Optimizor also distributed dividends to parent company Bittnet Systems SA, from the profits made during this period, in the amount of RON 2.2 million.

By selling the 50.2% stake in Optimizor, Bittnet achieves an IRR margin (internal rate of return) of approximately 40%.

The sale of the majority stake in Optimizor was part of the Bittnet group's strategy, announced in 2024, to make the portfolio holdings profitable and to simplify the group structure.

