

## Convening of the Ordinary General Meeting of Shareholders

Based on the Decision of **25.03.2021**, the Board of Directors of SSIF BRK Financial Group SA, registered at ORC Cluj under no. J12/3038/1994, CUI 6738423, with headquarters in Cluj-Napoca, 119 Moșilor Street (hereinafter referred to as "the Company"), in accordance with the provisions of Law no. 31/1990 on commercial companies, Law no. 126/2018 on the financial instruments markets and ASF regulations for its application, as well as with the provisions of the Articles of Association of the Company, summons **Ordinary General Meeting of Shareholders** (hereinafter abbreviated as "OGMS"), according to the legal provisions and the constitutive act, for **26.04.2021**, at **12.00**, at the headquarters of the company, Cluj-Napoca, 119 Moșilor Street, Cluj County, for all shareholders registered in the shareholder register at the end of **14.04.2021**, established as the reference date. In case of non-fulfillment of the statutory conditions or any other conditions of validity, the OGMS shall be held on **27.04.2021**, at **12:00**, in the same place, having the same agenda for all shareholders registered in the shareholders' register at the same reference date.

The Ordinary General Meeting of Shareholders will have the following items on the agenda:

1. Presenting, discussing and approving the Company's individual audited financial statements for the year 2020 and prepared in accordance with International Financial Reporting Standards based on the Directors' Report and the Financial Auditor's Report of the Company.
2. Presenting, discussing and approving the Company's consolidated audited financial statements for the year 2020 and prepared in accordance with International Financial Reporting Standards based on the Directors' Report and the Financial Auditor's Report of the Company.
3. Ratification of investment decisions in the subsidiaries Romlogic Technology SA, GoCab Software SA and Firebyte Games SA from 2020 and of the financing granted to the subsidiaries.
4. Approval of the distribution of the net profit related to the financial year 2020 as follows: the amount of 93,954 lei (5% of the profit) is distributed for the establishment of the legal reserve and the difference remaining unallocated.
5. Approval of the discharge of the directors of the Company for the activity carried out in the financial year 2020, based on the reports presented.
6. Establishing and approving the remuneration of the members of the Board of Directors and of the additional remuneration of the members of the Board tasked with specific functions, for the financial year 2021 and up to the first balance sheet OGMS of 2022.
7. Approval of the remuneration policy of the non-executive administrators and of the company's managers in accordance with art. 92 ^ 1 of Law no. 24/2017 regarding the issuers of financial instruments and market operations and the mandate of the Board of Directors for the fulfillment of the formalities.
8. Election of the financial auditor for the financial years 2022 and 2023 and the mandate of the Board of Directors for signing the contract with the financial auditor.
9. Presentation, discussion and approval of the Investment Program and the Revenue and Expenditure Budget for the financial year 2021.
- 10 Approval of the date of **17.05.2021** as the date of registration (ex-dates **14.05.2021**) of the shareholders on whom the effects of the decisions adopted by the Ordinary General Meeting of Shareholders, according to art. 86 of Law no. 24/2017.
11. Approval of the mandate, with the possibility of substitution, of Mrs. Ivan Monica-Adriana and of Mr. Raț Răzvan Legian, so that together or separately, to carry out all the procedures and formalities provided by law, including the amendment of the articles of association for carrying out the decisions of the Assembly, to submit and to take over acts and to sign for this purpose on behalf of the Company, in relation with the Trade Registry, FSA, BSE, as well as with other public or private entities.

At the Ordinary General Meeting of Shareholders are entitled to participate and vote all shareholders registered at the end of **14.04.2021** set as the reference date.

The access of the shareholders to participate in the "OGMS" is allowed by the simple proof of their identity, made in the case of the natural persons acting with the identity document, and in the case of the legal entities and the shareholders represented by the special or general power of attorney given the natural person who represents them and the identity of the representative. The Procuration Form can be obtained from the Company's headquarters starting **26.03.2021** and from [www.brk.ro](http://www.brk.ro), available in both Romanian and English.

The special or general proxy will be drafted in three original copies (one for the company, one for the agent, one for the trustee). The Procuration Form and a copy of the identity card or certificate of registration and the certificate of attestation issued by the trade register or any other document issued by a competent authority in the state where the shareholder is legally registered (with a maximum of 3 months before the date of publication of the convene of the general meeting) will be filed / transmitted originally at the Company's headquarters or sent by e-mail no later than **23.04.2021** at **12** to the email address [office@brk.ro](mailto:office@brk.ro) .

In the case of a special power of attorney granted by a shareholder to a credit institution providing custody services, it shall be signed by that shareholder and shall be accompanied by a declaration on own responsibility given by the credit institution which has received the power of representation by special power of attorney, from which it shall be stated that:

- the credit institution provides custody services for that shareholder,
- the instructions under the special power of attorney are the same as the instructions in the SWIFT message received by the credit institution to vote on behalf of that shareholder,
- the special power of attorney is signed by the shareholder.

At the date of the meeting, at the entrance to the general meeting room, the appointed representative will hand over the original of the power of attorney, if it was transmitted by e-mail with the embedded electronic signature, and a copy of its identification documents.

One or more shareholders representing individually or collectively, at least 5% of the share capital, have the right to place items on the agenda of the General Assemblies.

Proposals on the introduction of new items on the agenda of the general meeting, respectively the projects of the decisions for the items included or proposed to be included on the agenda of the general meeting, will be accompanied by copies of the identification documents of the initiators. These refer to identity documents (identity card) for natural persons and registration and finding certificates or any other document issued by a competent authority in the state where the shareholder is legally registered (with a maximum age of 2 months reported on the date of publication of the convocation of the general meeting) indicating the quality representatives of legal representations for the legal persons of the Company. Documents attesting the status of a legal representative drawn up in a foreign language other than English will be accompanied by a translation by an authorized translator in Romanian or English and the finding of the legal representative will be based on the list of shareholders made available by the Central Depository. Proposals will be submitted at the registered office of the Company no later than **09.04.2021, 17:00**, in a sealed envelope bearing the inscription in clear and capital letters "ORDINARY GENERAL MEETING OF SHAREHOLDERS" or transmitted by e-mail with electronic signature incorporated according to the Law no.455 / 2001 regarding the electronic signature within the same term at [office@brk.ro](mailto:office@brk.ro), referring to the subject "FOR THE ORDINARY GENERAL MEETING OF THE SHAREHOLDERS".

It is known to the shareholders that with regard to proposals for the introduction of new points on the agenda of the meeting, there must be a justification or a draft decision proposed for adoption by the general assembly for each point proposed by the initiators.

The latest updated version of the proxies and correspondence ballots will be available on the company's website starting from **12.04.2021, at 17.00**.

Each shareholder has the right to submit questions to the Board of Directors prior to the date of the general meeting, regarding on the items on the agenda, according to art. 198-199 of the FSA Regulation no. 5/2018. The answer is considered given if the information requested is published on the company's website.

Shareholders registered as of the date of reference in the Shareholders' Registry have the option to vote by correspondence before the date of the meeting by the use of the correspondence ballot. The correspondent ballot form together with the copy of the identity card and/or the registration certificate and the certifying certificate issued by ORC or any other shareholder's document issued by a competent authority in the state where the shareholder is legally registered 3 months old at the date of publication of the convocation of the general meeting) will be transmitted to the Company in original at its registered office or by e-mail with an extended electronic signature incorporated under Law no. 455/2001, at [office@brk.ro](mailto:office@brk.ro), until **23.04.2021 at 12.00**. The forms will be written either in Romanian or in English.

Shareholders who voted through special powers of attorney or ballot papers by correspondence may change their initial voting option or the means of voting, and the last vote expressed and registered until **23.04.2021 at 12.00** is valid.

In case the shareholder who has expressed the vote by correspondence participates personally or by a representative at the general meeting, the vote by correspondence expressed for that general meeting will be canceled. In this case, only the vote expressed in person or by a representative shall be considered.

Letter forms for correspondence ballots, special proxy forms (both available in Romanian and English), documents and informative materials on issues included on the agenda, including draft resolutions, are made available to shareholders starting with the date from **26.03.2021, at 17:00** on the company's website at [www.brk.ro](http://www.brk.ro) and at the headquarters of the company in Cluj-Napoca, 119 Moșilor street.

The Board of Directors recommends shareholders to consult the support materials for OGMS, available on [www.brk.ro](http://www.brk.ro) starting with the publication of the Convocation notice in the Official Gazette of Romania, part IV.

Dănilă Robert Iulian  
President of the Board