

To:  
**Financial Supervisory Authority**  
Financial Instruments and Investments Sector

Bucharest Stock Exchange

### CURRENT REPORT

In compliance with the provisions of Law no. 24/2017 on issuers of financial instruments and market operations and Regulation no. 5/2018 on issuers of financial instruments and market operations

**Date of the report:** February 6, 2024

**Name of issuer:** SSIF BRK Financial Group SA

**Headquarters:** Cluj-Napoca, 119 Moșilor Street, Cluj County

**Telephone/fax no:** 0364-401.709/0364-401.710

**Tax Identification Code:** 6738423

**Trade Register no/date:** J12/3038/1994

**Subscribed and paid share capital:** RON 50,614,492.80

**Regulated market where issued securities are traded:** Bucharest Stock Exchange, - Premium Tier, market symbol: BRK

**Important events to be reported:** Decision of the Board of Directors regarding the convening of the Ordinary General Meeting of Shareholders for March 13 / March 14, 2024

### Convening of the Ordinary General Meeting of Shareholders on March 13 / March 14, 2024

Pursuant to the Decision of 05.02.2024, the Board of SSIF BRK FINANCIAL GROUP S.A., registered at ORC Cluj under no. J12/3038/1994, CUI 6738423, with its registered office in Cluj-Napoca, 119 Motilor street, (hereinafter referred to as "the Company"), in accordance with the provisions of Law no. 31/1990 on companies, Law no. 126 / 2018 regarding the markets of financial instruments and the FSA regulations for its application, as well as with the provisions of the articles of incorporation of the Company, convenes the Ordinary General Meeting of Shareholders (used abbreviated as follows under the name "OGMS"), according to the legal provisions and the articles of incorporation, for the date of 13.03.2024, at 12:00, at the headquarters of the company, Cluj-Napoca, 119 Motilor street, jud. Cluj, for all shareholders registered in the register of shareholders at the end of 28.02.2024, established as reference date. In case of failure to meet the statutory conditions or any other validity conditions, the OGMS will be held on 14.03.2024, at 12:00, at the same place, having the same agenda for all shareholders registered in the shareholder register at the same reference date.

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

1. Electing of two administrators considering the expiration of the mandate of Mr. Danila Robert Iulian and Mr. Goia Gabriel on 27.04.2024. The newly elected administrators will exercise their attributions only after obtaining the approval decision issued by the Financial Supervisory Authority.
2. Approval of the completion "Strategy 2023-2028".
3. Informing the shareholders about the company's shareholdings and the loans granted to the companies where it holds shares.
4. Approval of the decision regarding the continuation of the granting, by SSIF BRK FINANCIAL GROUP S.A., of loans and/or the extension of those already existing in the case of Romlogic Technology S.A..
5. Approval of the decision regarding the continuation of the granting, by SSIF BRK FINANCIAL GROUP S.A., of loans and/or the extension of those already existing in the case of GoCab Software S.A..
6. Approval of the date of 29.03.2024 as the date of registration (ex-date 28.03.2024) of shareholders on which the effects of the decisions adopted by the Ordinary General Meeting of Shareholders are reflected, according to art. 87 para. (1) Of Law no. 24/2017.
7. Approval of the mandate, with the possibility of substitution, of Ms. Ivan Monica-Adriana, to carry out all the procedures and formalities provided by law, including the amendment of the constitutive act for the fulfillment of the decisions of the Assembly, the, to submit and take documents and sign for this purpose on behalf of the Company, in relation with the Trade Registry, FSA, BVB, as well as with other public or private entities.

At the Ordinary General Meeting of Shareholders are entitled to participate and vote all registered shareholders at the end of 28.02.2024 established as a reference date.

The access of the shareholders entitled to participate in the "OGMS" is allowed by the simple proof of their identity, made in the case of the individual shareholders with the identity document, and in the case of the legal shareholders and of the represented natural shareholders, with special or general power of attorney, for the natural person who also represents the identity document of the representative. The power of attorney form can be obtained from the Company's headquarters starting with 08.02.2024 and from the website [www.brk.ro](http://www.brk.ro), being available both in Romanian and in English.

The special or general power of attorney shall be drawn up in three original copies (one for the company, one for the principal, one for the trustee). Proxies and a copy of the identity document or certificate of registration and the certificate of registration issued by the trade register or any other document issued by a competent authority of the State in which the shareholder is legally registered (with a seniority of no more than 3 months as of the date of publication of the convening notice of the general meeting) will be deposited/transmitted in original at the Company headquarters or sent by e-mail until 11.03.2024 at 12 o'clock, at the email address [office@brk.ro](mailto:office@brk.ro).

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

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

On the date of the meeting, at the entrance to the meeting room of the general meeting, the appointed representative will hand over the original of the power of attorney, if it was sent by e-mail with the built-in electronic signature, and a copy of his identification papers.

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

Proposals for the introduction of new items on the agenda of the general meeting, respectively draft decisions for the items included or proposed to be included on the agenda of the general meeting, as follows, will be accompanied by copies of the identification documents of the initiators. These refer to identity documents (bulletin/identity card) in the case of natural persons and registration and ascertaining certificates or any other document issued by a competent authority of the State in which the shareholder is legally registered (with a seniority of no more than 2 months reported on the date of publication of the convening notice of the general meeting) indicating the holders of the status of legal representatives for the legal entities shareholders of the Company. Documents attesting the status of 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 quality of legal representative will be made based on the list of shareholders made available by the Central Depository. The proposals will be submitted at the Company's headquarters no later than 23.02.2024, at 17.00, in closed envelope, with a clear and capitalized note "FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS" or transmitted also by e-mail, with an electronic signature incorporated according to Law no. 455/2001, regarding the electronic signature, in the same term at the address: [office@brk.ro](mailto:office@brk.ro), mentioning the subject "FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS".

Shareholders are informed that with regard to the proposals regarding the introduction of new items on the agenda of the meeting, it is necessary that for each point proposed by the initiators there is a justification or a draft decision proposed for adoption by the general assembly.

The last updated version of the proxies and ballots papers by correspondence will be available on the company's website starting with 27.02.2024, at 17.00.

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

Shareholders registered at the reference date in the register of shareholders have the possibility to vote by correspondence before the date of the meeting by using the correspondence voting form. Correspondence voting form, together with a copy of the identity document and/or the registration certificate and the certificate issued by the ORC or any other document of the shareholder, issued by a competent authority of the State in which the shareholder is legally registered (of a seniority of no more than 3 months as of the date of publication of the convening notice of the general meeting) will be transmitted to the Company, originally, at its headquarters or by e-mail, with extended electronic signature, incorporated according to Law no. 455/2001, at the email address [office@brk.ro](mailto:office@brk.ro), until 11.03.2024 at 12.00. The forms will be written either in Romanian or in English. Shareholders who have voted by special power of attorney or mail ballot papers may change their initial voting option or the means of voting, being considered valid the last vote cast and registered until 11.03.2024, at 12.00.

If the shareholder who voted by correspondence attends the general meeting personally or through a representative, the vote by correspondence expressed for that general meeting will be cancelled. In this case, only the vote expressed in person or by representative will be taken into account.

Mail ballot papers, special proxy forms (both available in Romanian and English), documents and information materials on issues included on the agenda, including the draft decisions, are made available to the shareholders starting with 08.02.2024, at 17.00 on the company's website at [www.brk.ro](http://www.brk.ro) and at the company's headquarters in Cluj-Napoca, 119 Motilor street.

Candidates for the position of administrator will submit their applications for candidacy, accompanied by the original documents, at the company's secretariat until 23.02.2024 at 17:00. The list of candidates and their Curriculum Vitae will be published on the company's website and can be completed and consulted by the shareholders. The candidates will be registered on the ballot papers in alphabetical order, and after the secret ballot, the first administrator is declared elected in descending order of the number of votes. In case of equality of votes for the administrator in 1st place, a ballot for sharing will be carried out, being declared the administrator with the highest number of votes. In order to be approved by the Financial Supervisory Authority, the candidates for the position of administrator must cumulatively meet all the criteria and conditions stipulated by Law no. 31/1990 republished and by FSA Regulation no. 1/2019.

Any shareholder regardless of the shareholding held in the share capital, as well as the administrators of the Company can make in writing proposals of candidates – individuals – for the vacancy of membership in the Board of Directors of BRK Financial Group SA, until 23.02.2024, 17:00 The proposals will include the following documents:

- a) The proposal itself, which may mention a candidate for the position of member of the Board of Directors of BRK Financial Group SA, under the authorized signature, where appropriate;
- b) A copy of the identity document, the conformity of which with the original is certified by handwritten signature by the holder of the identity document;
- c) Curriculum Vitae of the candidate, updated, dated and signed, in original (in Europass format), specifying relevant studies and training courses, professional experience, and, including the name of all the organisations for which the candidate worked/workes, the nature and duration of the tasks performed, in particular as regards the activities relevant to the administrator function; in the case of functions held in the last 10 years, when describing those activities, details of all the delegated powers should be specified, the decision-making powers at internal level and the areas of activity under the control of the candidate or, where appropriate, in which he has worked; where appropriate, mention shall be made of the supervisory authority of the entities within which the candidate has carried out activity;
- d) Copy of the study document and other relevant certificates held, certified for conformity by the candidate;
- e) Declaration on its own responsibility that meets the legal and statutory conditions to hold the capacity of administrator, signed in original;
- f) Declaration on own responsibility of the candidate supplemented with the information provided in Annex no.1 to FSA Regulation no. 1/2019
- g) The certificate of criminal record and the certificate of fiscal record within the legal validity term or other equivalent document issued by the competent authorities of the country in which the domicile and/or residence, has been established/established, as well as from the State of origin, if the domicile/residence is located in a state other than the country of origin; for persons who have established their residence in Romania for less than 3 years, the certificate of criminal and fiscal record or other equivalent document issued by the competent authorities of the last countries shall also be presented where they have previously established/established their domicile and/or residence
- h) List of persons able to provide references, letters of recommendation relating to the reputation and experience of the person being assessed, including their contact details
- i) Declaration on its own responsibility regarding the conflict of interest

The list containing information on the name, place of residence and professional qualification of the persons proposed for the position of administrator is available to the shareholders and can be consulted and completed by them, on the website of the company [www.brk.ro](http://www.brk.ro) in the Investors Relations section.

Documents provided in a foreign language, other than English (except for valid identity documents on the territory of Romania), they will be accompanied by the translation made by an authorized translator in Romanian or English.

The Board of Directors recommends the shareholders to consult the support materials for the OGMS, available on the website [www.brk.ro](http://www.brk.ro) starting with the publication date of the Convenor in the Monitorul Oficial of Romania, part IV.

**Monica Ivan**  
General Manager