

**Minutes of the committee established for the counting and validation of votes,
prepared on April 29, 2025,
on the occasion of the Ordinary General Meeting of Shareholders of BRK Financial Group SA**

The Vote Counting and Validation Committee, within the framework of the Ordinary General Meeting of Shareholders of BRK Financial Group SA held on April 29, 2025, proceeded with the counting and validation of the votes cast for the items on the agenda.

The voting results are as follows:

- **For item 1 on the agenda**, respectively *Presentation, discussion, and approval of the audited individual and consolidated annual financial statements of the Company for the financial year 2024, prepared in accordance with International Financial Reporting Standards, based on the Management Report and the Company's Financial Auditor's Report.*

FOR	AGAINST	ABSTENTION
93,50% 101.122.258 votes	6,50% 7.024.384 votes	0 votes

In the presence of shareholders representing 32,0501% (108.146.642 shares) of the share capital and 32,0501% (108.146.642 voting rights) of the total voting rights, with the "for" votes of shareholders representing 93,50% (101.122.258 votes) of the votes cast by shareholders present, represented, or who have expressed their vote by correspondence, and with the "against" votes of shareholders representing 6,50% (7.024.384 votes) of the votes cast by shareholders present, represented, or who have expressed their vote by correspondence, it is decided:

Decision no 1

The audited individual and consolidated annual financial statements of the Company for the financial year 2024, prepared in accordance with the International Financial Reporting Standards, based on the Directors' Report and the Company's Financial Auditor's Report, are hereby approved.

- **For the item 2 on the agenda**, respectively *Approval of the discharge of the Company's administrators for the activities carried out in the financial year 2024, based on the submitted reports.*

FOR	AGAINST	ABSTENTION
95,34% 103.112.140 votes	4,66% 5.034.502 votes	0 votes

In the presence of shareholders representing 32,0501% (108.146.642 shares) of the share capital and 32,0501% (108.146.642 voting rights) of the total voting rights, with the "for" votes of shareholders representing 95,34% (103.112.140 votes) of the votes cast by shareholders present, represented, or who have expressed their vote by correspondence, and with the "against" votes of shareholders representing 4,66% (5.034.502 votes) of the votes cast by shareholders present, represented, or who have expressed their vote by correspondence, it is decided:

Decision no 2

The discharge of the Company's directors for the activities carried out during the 2024 financial year, based on the presented reports, is hereby approved.

- **For the item 3 on the agenda**, respectively *Election of an independent member to the Audit Committee, namely Ms. Andreea Elena PETRU, for a term of 3 years, starting from the date of appointment, in accordance with Art. 65 of Law 162/2017.*

FOR	AGAINST	ABSTENTION
100% 108.146.542 votes	0% 0 votes	100 votes

In the presence of shareholders representing 32,0501% (108.146.642 shares) of the share capital and 32,0501% (108.146.642 voting rights) of the total voting rights, with the "for" votes of shareholders representing 100% (108.146.542 votes) of the votes cast by shareholders present, represented, or who have expressed their vote by correspondence, and with the "against" votes of shareholders representing 0% (0 votes) of the votes cast by shareholders present, represented, or who have expressed their vote by correspondence, it is decided:

Decision no 3

An independent member is appointed to the Audit Committee, namely Ms. Andreea Elena PETRU, for a term of 3 years starting from the date of appointment, in accordance with Article 65 of Law No. 162/2017.

- **For the item 4 on the agenda**, respectively *Determination and approval of the remuneration for the members of the Board of Directors and the additional remunerations for the Board members assigned with specific functions, for the financial year 2025 and until the first balance sheet Ordinary General Meeting of Shareholders in 2026.*

FOR	AGAINST	ABSTENTION
95,34% 103.112.140 votes	4,66% 5.034.502 votes	0 votes

In the presence of shareholders representing 32,0501% (108.146.642 shares) of the share capital and 32,0501% (108.146.642 voting rights) of the total voting rights, with the "for" votes of shareholders representing 95,34% (103.112.140 votes) of the votes cast by shareholders present, represented, or who have expressed their vote by correspondence, and with the "against" votes of shareholders representing 4,66% (5.034.502 votes) of the votes cast by shareholders present, represented, or who have expressed their vote by correspondence, it is decided:

Decision no 4

The remuneration of the members of the Board of Directors, as well as the additional remuneration of the Board members assigned with specific duties, for the 2025 financial year and until the first Ordinary General Meeting of Shareholders for the approval of the 2026 financial statements, is hereby approved.

- **For the item 5 on the agenda**, respectively *Approval of the management contract.*

FOR	AGAINST	ABSTENTION
95,34% 103.112.140 votes	4,66% 5.034.502 votes	0 votes

In the presence of shareholders representing 32,0501% (108.146.642 shares) of the share capital and 32,0501% (108.146.642 voting rights) of the total voting rights, with the "for" votes of shareholders representing 95,34% (103.112.140 votes) of the votes cast by shareholders present, represented, or who have expressed their vote by correspondence, and with the "against" votes of shareholders representing 4,66% (5.034.502 votes) of the votes cast by shareholders present, represented, or who have expressed their vote by correspondence, it is decided:

Decision no 5

The management agreement is hereby approved.

- **For the item 6 on the agenda**, respectively *Approval of the remuneration policy for non-executive directors and the company's executives in accordance with Article 106 of Law no. 24/2017 regarding issuers of financial instruments and market operations, and delegation of authority to the Board of Directors to carry out the necessary formalities.*

FOR	AGAINST	ABSTENTION
93,50% 101.122.258 votes	6,50% 7.024.384 votes	0 votes

In the presence of shareholders representing 32,0501% (108.146.642 shares) of the share capital and 32,0501% (108.146.642 voting rights) of the total voting rights, with the "for" votes of shareholders representing 93,50% (101.122.258 votes) of the votes cast by shareholders present, represented, or who have expressed their vote by correspondence, and with the "against" votes of shareholders representing 6,50% (7.024.384 votes) of the votes cast by shareholders present, represented, or who have expressed their vote by correspondence, it is decided:

Decision no 6

The remuneration policy for the non-executive directors and the Company's officers is hereby approved, in accordance with Article 106 of Law No. 24/2017 on issuers of financial instruments and market operations, and the Board of Directors is mandated to carry out the necessary formalities.

- **For the item 7 on the agenda**, respectively *Submission of the remuneration report for the company's management structure for the financial year 2024 to the consultative vote of the OGMS, in accordance with the provisions of Article 107 of Law no. 24/2017.*

FOR	AGAINST	ABSTENTION
93,50% 101.122.258 votes	6,50% 7.024.284 votes	100 votes

In the presence of shareholders representing 32,0501% (108.146.642 shares) of the share capital and 32,0501% (108.146.642 voting rights) of the total voting rights, with the "for" votes of shareholders representing 93,50% (101.122.258 votes) of the votes cast by shareholders present, represented, or who have expressed their vote by correspondence, and with the "against" votes of shareholders representing 6,50% (7.024.284 votes) of the votes cast by shareholders present, represented, or who have expressed their vote by correspondence, it is decided:

Decision no 7

The remuneration report of the Company's management structure for the 2024 financial year, submitted for the consultative vote of the Ordinary General Meeting of Shareholders, in accordance with the provisions of Article 107 of Law No. 24/2017, is hereby approved.

- **For the item 8 on the agenda**, respectively *Presentation, discussion, and approval of the Investment Program and the Revenue and Expense Budget for the financial year 2025.*

FOR	AGAINST	ABSTENTION
95,34% 103.112.140 votes	4,66% 5.034.502 votes	0 votes

In the presence of shareholders representing 32,0501% (108.146.642 shares) of the share capital and 32,0501% (108.146.642 voting rights) of the total voting rights, with the "for" votes of shareholders representing 95,34% (103.112.140 votes) of the votes cast by shareholders

present, represented, or who have expressed their vote by correspondence, and with the "against" votes of shareholders representing 4,66% (5.034.502 votes) of the votes cast by shareholders present, represented, or who have expressed their vote by correspondence, it is decided:

Decision no 8

The Investment Program and the Revenue and Expenditure Budget for the 2025 financial year are hereby approved.

- **For the item 9 on the agenda**, respectively *Approval of May 20, 2025 as the record date (ex-date May 19, 2025) for the shareholders upon whom the effects of the decisions adopted by the Ordinary General Meeting of Shareholders shall apply, in accordance with Article 87(1) of Law no. 24/2017.*

FOR	AGAINST	ABSTENTION
100% 108.146.642 votes	0% 0 votes	0 votes

In the presence of shareholders representing 32,0501% (108.146.642 shares) of the share capital and 32,0501% (108.146.642 voting rights) of the total voting rights, with the "for" votes of shareholders representing 100% (108.146.642 votes) of the votes cast by shareholders present, represented, or who have expressed their vote by correspondence, and with the "against" votes of shareholders representing 0% (0 votes) of the votes cast by shareholders present, represented, or who have expressed their vote by correspondence, it is decided:

Decision no 9

The date of 20.05.2025 is hereby approved as the registration date (ex-date 19.05.2025) of the shareholders subject to the effects of the resolutions adopted by the Ordinary General Meeting of Shareholders, in accordance with Article 87 paragraph (1) of Law No. 24/2017.

- **For the item 10 on the agenda**, respectively *Approval of the mandate of Mrs. Ivan Monica-Adriana, with the possibility of substitution, to carry out all procedures and formalities required by law for the implementation of the resolutions of the Meeting, to submit and retrieve documents and to sign for this purpose on behalf of the Company in dealings with the Trade Register, FSA, BVB, as well as with other public or private entities.*

FOR	AGAINST	ABSTENTION
100% 108.146.542 votes	0% 0 votes	100 votes

In the presence of shareholders representing 32,0501% (108.146.642 shares) of the share capital and 32,0501% (108.146.642 voting rights) of the total voting rights, with the "for" votes of shareholders representing 100% (108.146.542 votes) of the votes cast by shareholders present, represented, or who have expressed their vote by correspondence, and with the "against" votes of shareholders representing 0% (0 votes) of the votes cast by shareholders present, represented, or who have expressed their vote by correspondence, it is decided:

Decision no 10

The mandate of Ms. Ivan Monica-Adriana, with the right of substitution, is hereby approved to carry out all legal procedures and formalities required for the implementation of the resolutions of the General Meeting, to submit and collect documents, and to sign on behalf of the Company for this purpose, in relation to the Trade Registry, the Financial Supervisory Authority (FSA), the Bucharest Stock Exchange (BVB), as well as other public or private entities.

During the Ordinary General Meeting of Shareholders of BRK Financial Group S.A. held on April 29, 2025, two additional items were discussed and submitted to a vote, proposed for inclusion on the agenda by a representative of a shareholder holding 100 shares, representing 0.000030% of the company's share capital.

In the presence of shareholders representing 32.0501% (108,146,642 shares) of the share capital and 32.0501% (108,146,642 voting rights) of the total voting rights, with a "for" vote from shareholders representing 0.000151% (100 votes) of the votes cast by shareholders present, represented, or who voted by correspondence, and with an "against" vote from shareholders representing 99.999849% (66,331,197 votes) of the votes cast by shareholders present, represented, or who voted by correspondence, it was decided:

Decision no 11

The proposal to hold the company's administrators and general manager liable for damages caused to the company by breaching their duties to the company, and to initiate legal proceedings against the administrators and general manager, is rejected.

Decision no 12

The proposal to initiate legal action by the company to hold the legal representatives of TechVentures Bank S.A. accountable for the losses caused to that company and/or for failing to take necessary measures to limit/recover those losses and for manipulating the company's financial data is rejected.

The Vote Counting and Validation Committee