

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: January 30, 2025

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: Auditor's report on the analysis of transactions with related parties

In accordance with the provisions of Article 108 of Law no. 24/2017, BRK Financial Group S.A. sends the report prepared by the financial auditor JPA Audit & Consultanță SRL regarding the transactions from the second semester of 2024.

Monica Ivan
General Manager

SSIF BRK FINANCIAL GROUP S.A.

Calea Moșilor, nr. 119
Cluj Napoca

Independent limited Assurance Report on the information included in the Current Reports issued by the Company in accordance with the requirements of the Law no. 24/2017 and following modifications, and the ASF Regulation nr. 5/2018

The Executive Board of SSIF BRK FINANCIAL GROUP S.A.

Scope of the Report

We have been assigned by **SSIF BRK FINANCIAL GROUP S.A.** (the „Company” or „BRK”) to report according to **Law no. 24/2017** on issuers of financial instruments and market operations, with its following modifications (further referred to as „**Law 24/2017**”) on the information included in the attached Current Reports (issued at 3304/10.07.2024), further referred as „**Current Reports**”, that have been prepared by the Company in accordance with the requirements of the article 92^{^3} from the Law 24/2017 and the Financial Supervisory Authority Regulation no. 5/2018 (further referred as „**ASF**”) in order to report to the ASF And the Bucharest Stock Exchange („**BVB**”) for the period July 1st, 2024 -December 31st, 2024, as a limited assurance conclusion.

Specific purpose

Our report is prepared exclusively with the specific purpose mentioned in the first paragraph and is prepared for informing the Company, BVB and ASF and shall not be used for any other purpose. Our report should not be considered as appropriate for the use of any party that, other than the Company, for any other purpose or in any context.

Any other party, than the Company, that has access to our report or a copy of it and chooses to put basis on our report (or any part of it), shall choose to do this on its own responsibility. Our engagement has been executed in order to report those aspects that needs to be reported in an independent limited assurance report, and not for any other purpose. The report refers only to the specified items in this report and does not extend to the financial statements or other reports issued by the Company, individually or as a whole.

Management responsibilities

Management is responsible for the preparation of the Current Reports and the reported transactions in accordance with the Law 24/2017 and the ASF Regulation no. 5/2018. Also, management is responsible designing and maintaining interna controls as determined necessary to enable the preparation of Current Reports that are free from material misstatements, due to fraud or errors. Management is responsible, also, for the ensure that the supporting documents for the preparation of the Current Reports and the proof presented to the auditor are complete, correct and justified.

Auditor's responsibility

We conducted our engagement in accordance with International Standard on Assurance Engagements (“ISAE”) 3000 (revised), “Assurance Engagements Other than Audits or reviews of Historical Financial Information”. This standard requires that we comply with the Code of Ethics and the Standards regarding the Independence as such as to obtain a limited assurance the Current Reports.

We apply the International Standard for Quality Control 1 („ISQC 1”) and, consequently, we maintain a robust system of quality control, including policies and procedures that assure the compliance with relevant ethical and professional standards and requirements. We have complied with the independence and other ethical requirements of the Code of Ethics for Professional Accountants issued by the IESBA, which is based on fundamental principles of integrity, objectivity, professional competence and due care, confidentiality and professional behavior.

The selected procedures depend on the auditor's professional judgment and our understanding over the reported transactions included in the Current reports and of other engagements circumstances, as well our consideration of the areas where significant misstatements might occur. When obtaining an understanding of the transactions included in the Current Reports, we considered the process used by the Company for the transactions and the preparation and disclosure of the current report, in accordance with the Law 24/2017 and the ASF Regulation no. 5/2018, in order to apply the relevant assurance procedures appropriate to the circumstances, but not with the purpose to express a conclusion on the effectiveness of the process or the internal control of the Company for the analyzed transaction, included in the Current Reports and for the preparation and disclosure of the attached Current Reports.

The procedures include mainly interviews with employees responsible for the financial reporting and risk management, as well as additional procedures design to obtain proof regarding the information included in the Current Reports.

The procedures used in a limited assurance engagement are different in natures and timing and are less as an extent than those used in a reasonable assurance engagement. Consequently, the level of assurance obtained in a limited assurance engagement is substantially less than a reasonable assurance engagement.

The procedures applied to assess the correctness and justification of the reported transactions are as follows:

- 1) We obtained from the Company the Current Reports in the attachment to this Report, for the period examined and the detail of the transactions included therein.

We have checked that the people that authorize those Current Reports are the legal representatives of the Company and we have requested the list of the authorized signatures. We received approvals from the Investment Committee ("CIH") approving these transactions. The CIH proposed and approved the extension or amendment of the loan agreements with the subsidiaries under Procedure 4 v. 17-20, in effect throughout 2024. Since April 2024, the

Company has not had a functional Board of Directors, and the IC's decisions are to be submitted to the Board of Directors for approval at the first meeting.

- 2) For the sample selected transactions disclosed in the Current Reports, we have determined if the disclosures correspond, in all material respects, with the information included in the signed agreements/supporting documents received and if they were duly signed by the Company's representatives in accordance with the list of authorized signatures that has been received by us. If the case, we compared if the details included in the Current Reports are in accordance with the supporting documents for the respective contracts: the signatories, date of the signed documentation and its nature, description of the types of goods/services referred to in the presented documents, the realized value or estimated of the contracts and, where it applies, the payments terms, as well as the contractual terms.
- 3) For the sample selected transactions, we compared if the details disclosed in the attached Current Reports correspond with the information received following interviews with the Company's management, as well other supporting documents.
- 4) For the sample selected transactions, if there is a market price for the goods and services supplied between the Company and its related parties, we discussed with the Company's management about how those prices have been determined and if, case by case, the agreed prices are in agreement with those used in contractual agreements with third parties, for similar services and goods and, respectively, if the agreements are approved by the Company's Executive Board.

If there is no available information for the market prices, we have analyzed if the respective transactions are made according to the internal Company procedures and the agreements authorized by the Executive Board according to the internal procedures.

Our procedures have been applied exclusively on the transactions included in the attached Current Reports, that refers to the period July 1st, 2024 – December 31st 2024. We did not perform any procedure to verify that the Current Reports include all the transactions that must be reported under paragraph 92[^]3 from the Law 24/2017 for this period.

Conclusion

Our conclusion is issued based on the items presented in the present limited assurance report.

Based on above-described procedures performed and proof obtained, nothing came to our attention that could cause us believe that:

- a) Nothing came to our attention that could cause us believe that the information included in the attached Current Reports are not in accordance, in all material respects, with the supporting documents supplied to us by the Company.

- b) Nothing came to our attention that could cause us believe that the information included in the attached Current Reports do not comply, in all material aspects, with the requirements of the Law 24/2017 and the ASF Regulation no. 5/2018, concerning the signatories, date of the signed documentation and its nature, description of the types of goods/services referred to in the presented documents, the realized value or estimated of the contracts and, where it applies, the payments terms, as well as the contractual terms.
- c) We have not become aware of any aspect by which the contracts related to the reported and analysed transactions were not duly authorized by the Society's representatives and approved by the Society's Board of Directors, with the exception of the period April - December 2024, when the Society did not have a functional Board of Directors, and decisions regarding related party transactions were made by the Investment Committee, based on Procedure 4 in force in 2024 and pending the first Board of Directors meeting.

Other matters

The Board of Directors ("CA") of the Company performs all necessary and useful acts to achieve the Company's business purpose in accordance with the articles of incorporation, applicable law, and governance at the Company level. The Investment Committee ("CIH") of the Board proposes the house strategy and house transactions, including granting financing to subsidiaries, for Board approval. We are not aware of any internal governance aspects that prohibit or limit these powers of the Board, based on the information made available to us. The CIH proposed and approved the extension or amendment of the contractual terms of the loan agreements with the subsidiaries under Procedure 4 v. 17-20, in effect during 2024. Since April 2024, the Company has not had a functional Board, and the CIH's decisions will be submitted to the Board for approval at the first meeting.

- d) Nothing came to our attention that could cause us believe that the agreed prices between parties have not been mutually accepted based on the type of goods/services and other terms or agreed conditions in the contracts and not been determined in accordance with the criteria mentioned in paragraph 5) from the list of procedures mentioned above.

January 30th, 2025
Bucharest, Romania

In the name of
JPA Audit & Consultanta SRL
ASPAAS FA319
Represented by:
Partner
Florin Toma – authorized auditor ASPA
Registered with the Romanian Chamber of

Autoritatea pentru Supravegherea Publică
Activității de Audit Statutar (ASPAAS)
Firma de Audit:
JPA AUDIT & CONSULTANȚĂ S.R.L.
Registrul Public Electronic: **FA 319**

Autoritatea pentru Supravegherea Publică a
Activității de Audit Statutar (ASPAAS)
Auditor financiar: **FLORIN TOMA**
Registrul Public Electronic: **AF 1747**

no. 708

Attachment

Current Reports that are subject of this limited assurance report

Translation from Romanian

Către

Autoritatea de Supraveghere Financiară
Sectorul Instrumentelor și Investițiilor Financiare

Bursa de Valori București

RAPORT CURENT

conform Legii nr. 24/2017 privind emitenții de instrumente financiare și operațiuni de piață
și Regulamentului nr. 5/2018 privind emitenții de instrumente financiare și operațiuni de piață

Data raportului: 10 iulie 2024

Denumirea societății: SSIF BRK Financial Group S.A.

Sediul social: Cluj-Napoca, Calea Motilor nr. 119, jud. Cluj

Nr. Tel/fax: 0364.401.709/0364.401.710

Numărul și data înregistrării la ORC: J12/3038/1994

Cod fiscal: 6738423, **Capital social:** 50.614.492,80 lei

Piața reglementată pe care se tranzacționează valorile mobiliare emise: BVB, categoria premium, simbol BRK

Evenimente importante de raportat:

În conformitate cu art. 234 din Regulamentul ASF nr. 5/2018, vă aducem la cunoștință faptul că la data de 10 iulie 2024 SSIF BRK Financial Group SA a semnat un contract cu SC Romlogic Technology S.A prin care s-au prelungit, capitalizat dobânzile și s-au contopit într-un singur împrumut trei contracte de împrumut scadente.

Detaliile privind contractul de finanțare încheiat de către BRK Financial Group SA în data de 10 iulie 2024 sunt prezentate în Anexa 1.

Monica Ivan
Director General

Anexa 1

Nr crt.	Pârțile actului juridic	Data încheierii și nr. act	Natura actului juridic	Descriere obiect contract	Valoarea împrumutată	Creanțe reciproce	Garanții	Termen de plată
1.	SSIIF BRK Financial Group SA - în calitate de finanțator SC Romlogic Technology SA - în calitate de împrumutat	3291/10.07.2024	Novăție	Împrumut Dobanda = ROBOR 3M +4,75% Obiectul contractului este reprezentat de contopirea contractelor (2908/20.06.2023, 286/31.05.2022, 1120/17.03.2021), a dobânzilor acumulate și capitalizate	2.566.222,03 lei	BRK Financial Group SA are în derulare contracte de împrumut cu SC Romlogic Technology S.A. în sumă totală de 4.185.824,72 lei	Negarantat	Scadența la data de 10.07.2025