

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 31, 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: 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.

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 4321/15.09.2023 and 4878/20.10.2023), further referred as „Current Reports”, that have been prepared by the Company in accordance with the requirements of the article 92³ 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, 2023 -December 31st, 2023, as a limited assurance conclusion.

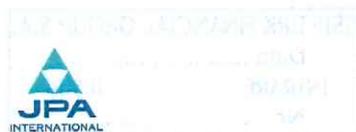
Specific purpose

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 examined period and the detail of the transactions included therein.
- 2) We have checked that the persons that authorize those Current Reports are the legal representatives of the Company and we have requested the list of the authorized signatures.

- 3) 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 received by us signed agreements/supporting documents 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.
- 4) 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.
- 5) 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, 2023 – December 31st 2023. We did not perform any procedure to verify that the Current Reports include all the transactions that must be reported under the 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) Nothing came to our attention that could cause us believe that the agreements that refer to reported related party transactions have not been authorized in an appropriate way by the Company's representatives and have not been approved by the Executive Board.

Other matters

The Board of Directors („BoD”) is fulfilling all necessary and useful operations for the scope of the Company's activity, applicable laws requirements and the Company's governance requirements. The BoD Investment Advisory Committee proposes for approval the house strategy and house transactions, including financing subsidiaries. Based on the supporting documentation submitted to us, we are not made aware of matters of governance that prohibit or limit those BoD prerogatives. The BoD decisions ratification for the year 2022 has been requested to the Shareholder's meeting from 28.04.2023 and have not been approved by it according to the Decision no. 2 of the Shareholders' Meeting, although such request by the BoD has been asked and granted by the Shareholders' Meeting in previous periods. The ratification is the unilateral judicial act through which a person is mitigating the ineffectiveness of the contract concluded in its name, when the proxy has not been granted or its limits been exceeded, the person becoming in this way part of the judicial act that is ratifying, as from the date that it has been concluded.

The Board of Directors from June 19, 2023 requested the Shareholders' Meeting ratification of its investments decisions and the financing of its subsidiaries Romlogic Technology S.A. si Gocab Software S.A., this point being added to the Extraordinary Shareholder's Meeting agenda called for July 27/28, 2023. The Extraordinary Shareholders' Meeting did not meet the quorum requirements according to the Current Report published 3548/28.07.2023.

- 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 the paragraph 5) from the list of procedures mentioned above.

January 30th, 2024
Bucharest, Romania

no. 722

In the name of
JPA Audit & Consultanta SRL
ASPAAS FA319

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

Florin Digitally signed
by Florin Toma
Toma Date: 2024.01.31
12:17:47 +02'00'

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

Represented by:
Partner

Florin Toma – authorized auditor ASPAAS
Registered with the Romanian Chamber of Auditors - 1747

Attachment

Current Reports that are subject of this limited assurance report

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: 15 septembrie 2023

Denumirea societății: SSIF BRK Financial Group S.A.

Sediul social: Cluj-Napoca, Calea Moșilor 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 litera i din Regulamentul ASF nr. 5/2018, vă aducem la cunoștință faptul că la data de 15 septembrie 2023 SSIF BRK Financial Group SA a semnat un contract cu Gocab Software, societate la care BRK Financial Group deține participații. Detaliile privind acest contract sunt prezentate în *Anexa 1*.

Monica Ivan
Director General

Anexa 1

Nr crt.	Părțile actului juridic	Data incheierii si nr. act	Natura actului juridic	Descriere obiect contract	Valoarea împrumutată	Creanța reciprocă	Garanții	Termen
1.	<p>GOCAB Software S.A.SA - în calitate de împrumutat</p> <p>SSIF BRK Financial Group SA - în calitate de finanțator</p>	4307/ 15.09.2023	Contract de finanțare a activității	<p>Suma împrumutată va fi folosită în conformitate cu cererea de finanțare.</p> <p>Dobânda = ROBOR3M + 5,59%</p>	300.000 lei	BRK Financial Group SA are în derulare contracte de împrumut cu Gocab Software S.A. în sumă totală de 1.390.000 lei	negarantat	Scadența 15.09.2028

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: 20 octombrie 2023

Denumirea societății: SSIF BRK Financial Group S.A.

Sediul social: Cluj-Napoca, Calea Moșilor 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 litera i din Regulamentul ASF nr. 5/2018, vă aducem la cunoștință faptul că în 19-20 octombrie 2023 SSIF BRK Financial Group SA a semnat contracte cu societăți la care BRK Financial Group deține participații. Detaliile privind aceste contracte sunt prezentate în *Anexa 1*.

Monica Ivan
Director General

Anexa 1

Nr crt.	Părțile actului juridic	Data încheierii și nr. act	Natura actului juridic	Descriere obiect contract	Valoarea împrumutată	Creațe reciproce	Garanții	Termen
1.	Romlogie Technology S.A. - în calitate de împrumutat SSIF BRK Financial Group SA - în calitate de finanțator	4863 / 19.10.2023	Contract de finanțare a activității	Susținere activitate curentă Dobânda = ROBOR3M + 4,75%	100.000 lei	BRK Financial Group SA are în derulare contracte de împrumut cu Romlogie Technology S.A. în sumă totală de 3.499.260,27 lei	negarantat	Scadența = 19.10.2028
2.	GOCAB Software S.A. - în calitate de împrumutat SSIF BRK Financial Group SA - în calitate de finanțator	4862 / 19.10.2023	Contract de finanțare a activității	Susținere activitate curentă Dobânda = ROBOR3M + 5,59%	1.000.000 lei	BRK Financial Group SA are în derulare contracte de împrumut cu Gocab Software S.A. în sumă totală de 2.500.384,11 lei	negarantat	Scadența = 19.10.2028
3.	GOCAB Software S.A. - în calitate de împrumutat SSIF BRK Financial Group SA - în calitate de finanțator	4875 / 20.10.2023	Prelungire scadență și contopire contracte de împrumut nr. 6434/ 23.12.2022, 5768/ 10.11.2022, 6062/ 05.12.2022	Contractele nr. 6434/ 23.12.2022, 5768/ 10.11.2022 și 6062/ 05.12.2022 au fost contopite într-un singur contract. Dobânda = ROBOR3M + 5,59%	1.110.384,11 lei	BRK Financial Group SA are în derulare contracte de împrumut cu Gocab Software S.A. în sumă totală de 2.500.384,11 lei	negarantat	Scadența = 20.10.2025