

S.C. CONNECTIONS CONSULT S.A.

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DRAFT RESOLUTION OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS

S.C. CONNECTIONS CONSULT S.A

No. \_\_\_\_ / \_\_.04.2022

The Ordinary General Meeting of Shareholders, hereinafter referred to as the OGM, met today, \_\_.04.2022, at \_\_\_\_\_, in the presence of shareholders of the Company registered in the Register of Shareholders kept by the Central Depository S.A. on 18.04.2022 (reference date), representing \_\_\_\_\_% of the share capital of the Company, collectively referred to as the "Shareholders",

The OGM is opened by the Chairman of the meeting, Mr. Florea Bogdan as Sole Administrator.

Considering:

- The notice of the OGM published in the Official Gazette of Romania, Part IV a, number \_\_\_\_\_ dated \_\_\_\_\_, in the newspaper \_\_\_\_\_ number \_\_\_\_\_ dated \_\_\_\_\_ and on the Company's website;
- The provisions of the Company's Articles of Association in force ("Articles of Association");
- The applicable legal provisions;

The Chairman of the meeting finds that at the opening of business, the OGM is lawful and statutory, \_\_\_\_\_ shareholders are present or represented, holding a number of \_\_\_\_\_ shares, representing \_\_\_\_\_ % of the subscribed and paid-up share capital, representing \_\_\_\_\_% of the total voting rights.

The quorum requirement is met in accordance with the provisions of Art. 10.11. of the Articles of Association and Art. 115 para. 1 of the Companies Law no. 31/1990 ("Law no. 31/1990").

Following the debates, the shareholders of the Company resolve as follows:

In the presence of shareholders representing \_\_\_\_\_ - % of the share capital and \_\_\_\_\_ % of the total voting rights, the composition of the secretary of the meeting is approved as follows:

Chairman of the meeting : \_\_\_\_\_

Secretary of the meeting: \_\_\_\_\_

Technical secretaries: \_\_\_\_\_

1. In the presence of shareholders representing \_\_\_\_\_ - % of the share capital and \_\_\_\_\_ % of the total voting rights, **the annual financial statements for the financial year ended 31 December 2021 are approved, based on the report of the Sole Administrator and the report of the independent auditor.**

2. In the presence of shareholders representing \_\_\_\_\_ - % of the share capital and \_\_\_\_\_ % of the total voting rights, **the discharge of the Sole Director for the financial year 2021 is approved, based on the reports submitted.**

3. In the presence of the shareholders representing \_\_\_\_\_ - % of the share capital and \_\_\_\_\_ % of the total voting rights, **the income and expenditure budget for the financial year 2022 is approved.**

4. In the presence of shareholders representing \_\_\_\_\_ - % of the share capital and \_\_\_\_\_ % of the total voting rights, **the distribution of the Company's net profit for the financial year ended 31 December 2021, determined in accordance with the applicable laws, to the Company's legal reserves and retained earnings is approved in accordance with the audited financial statements.**

5. In the presence of the shareholders representing \_\_\_\_\_ - % of the share capital and \_\_\_\_\_ % of the total voting rights, **the resignation from office of the Sole Director, BOGDAN LIVIU FLOREA, is approved and the resignation as formulated is acknowledged.**

6. In the presence of the shareholders representing \_\_\_\_\_ - % of the share capital and \_\_\_\_\_ % of the total voting rights, **the election from the list of candidates, as completed, of three members of the Board of Directors of the Company for a term of office of 4 (four) years, starting 30.04.2022, is approved.**

The composition of the Board of Directors is as follows:

\_\_\_\_\_, as CHAIRMAN

\_\_\_\_\_, as Non-Executive Member

\_\_\_\_\_, as non-executive member

7. In the presence of shareholders representing \_\_\_\_\_ - % of the share capital and \_\_\_\_\_ % of the total voting rights, **the election of the Chairman of the Board of Directors of the Company for a term of office of 4 (four) years, starting 30.04.2022, in the person of Mr. \_\_\_\_\_ is approved.**

8. In the presence of the shareholders representing \_\_\_\_\_ - % of the share capital and \_\_\_\_\_ % of the total voting rights, **it is approved the indemnities of the members of the Board of Directors for the year 2022, in the total amount of \_\_\_\_\_, distributed as follows:**

\_\_\_\_\_ for \_\_\_\_\_, as Chairman

\_\_\_\_\_ for \_\_\_\_\_, as non-executive member

\_\_\_\_\_ for \_\_\_\_\_, as non-executive member

9. In the presence of the shareholders representing \_\_\_\_\_ - % of the share capital and \_\_\_\_\_ % of the total voting rights, **it is approved the empowerment of the Managing Director BOGDAN LIVIU FLOREA, with the possibility of sub-delegation, in order to negotiate and sign contracts with the new members of the Board of Directors of the Company.**

10. In the presence of the shareholders representing \_\_\_\_\_ - % of the share capital and \_\_\_\_\_ % of the total voting rights, **the date of 20.05.2022 is approved as the record date and the date of 19.05.2022 as the ex-date for the identification of the shareholders on whom the effects of the resolutions adopted by the AGM will be reflected.**

11. In the presence of the shareholders representing \_\_\_\_\_ - % of the share capital and \_\_\_\_\_ % of the total voting rights, **it is approved to empower the Managing Director BOGDAN LIVIU FLOREA, with the possibility of sub-delegation, to sign, in the name and on behalf of the Company, with full power and authority, on behalf of the shareholders, the resolution of the AGM, to carry out any necessary formalities before the Trade Register Office, as well as before any other authority, public institution, legal or natural person, and to carry out any operations, in order to carry out and ensure the enforceability of the resolutions to be adopted by the AGM.**

There being no further business on the agenda, the President declared the meeting closed.

**CHAIRMAN**

**SECRETARY OF THE MEETING**