

To,
Bucharest Stock Exchange

Financial Supervisory Authority

Ref: Convening notice of the Extraordinary General Meeting of Shareholders 30.03.2025

Current report No. 4496

Date of report:	27.02.2025
Name of the issuing entity:	CONNECTIONS CONSULT S.A.
Registered office:	Str Buzesti Nr. 71, et 7 si et. 8, sector 1, Bucharest
Phone/fax number:	0372 368 332/ 0372 006 765
Unique registration code:	RO 17753763
Serial number in the Trade Register:	J2005011864405
Subscribed and paid-up share capital:	1,308,199.90 lei
The market on which the issued securities are traded:	SMT - AeRO category, CC market symbol

Current report prepared in accordance with Law no. 24/2017 on issuers of financial instruments and market operations, ASF Regulation no. 5/2018 on issuers of financial instruments and market operations and/or the Bucharest Stock Exchange Code for the Multilateral Trading System.

Important events to report: Convening notice of the Extraordinary General Meeting of Shareholders 30.03.2025

In accordance with the regulations regarding issuers and securities transactions, Connections Consult S.A. informs the shareholders that the company's administrator, Mr. Bogdan Liviu Florea, convenes:

- The Extraordinary General Meeting of Shareholders ("EGMS") of the company for 30.03.2025, 12:00 p.m. – Romanian time.

Please note that the EGMS documents can be consulted starting with 27.02.2025, in the "Investors" section of the www.connectionsconsult.ro website.

We attach to this report the full Convening Notice for EGMS 30.03.2025.

Bogdan FLOREA

Chairman of the Board of Directors



CONNECTIONS CONSULT S.A. (hereinafter referred to as the "**Company**" or "**Connections**"), with registered office in Bucharest, 71 Buzești Street, 7th and 8th floors, Sector 1, registered with the Trade Register Office attached to the Bucharest Tribunal under the number J2005011864405 with a unique registration code 17753763, through the Chairman of the Board of Directors, Mr. Bogdan Liviu Florea,

- (i) Considering the Company's strategic plans for the coming years and the interest shown by various investors in the market, regarding the economic activity carried out by one of the divisions (business unit) Connections Consult S.A., respectively "Service Delivery" and the opportunity to sell this division;
- (ii) Considering that the activity of the "Service Delivery" business unit is carried out by Connections Consult S.A., but also by its 100% owned subsidiaries, namely Connection Consult EOOD, a limited liability company incorporated in accordance with the Bulgarian legislation, with its registered office in Sofia, Bulgaria, registered with the Trade Register under the unified identity number 204458851, Connections consult doo Beograd-Vračar, a limited liability company incorporated in accordance with the laws of the Republic of Serbia, with its registered office in the Republic of Serbia, Belgrade, Nebojšina 12, registered with the Trade Register with the unique identification number 21226181 and Outsourcing Support Services S.R.L., a limited liability company incorporated under the laws of Romania, with its registered office in Bucharest, sector 1, Buzești street no. 71, 7th floor, room 2, registered at the Bucharest Trade Register under no. **J2011004156408**, unique registration number 28302734;
- (iii) Considering the fact that the business unit of Connections Consult S.A., respectively "Service Delivery", must be separated from the rest of the activity carried out by Connections Consult S.A. in view of a potential sale transaction;
- (iv) Taking into account the provisions of the Emergency Ordinance no. 46/2022 on measures for the implementation of Regulation (EU) 2019/452 of the European Parliament and of the Council of 19 March 2019 establishing a framework for the examination of foreign direct investments in the Union, as well as for amending and supplementing the Competition Law no. 21/1996, of Regulation no. 452/2019 establishing a framework for the examination of foreign direct investments in the Union, as well as those of Law no. 67/2006 on the protection of employees' rights in the event of the transfer of the company, the unit or parts thereof;

Pursuant to the Companies Law no. 31/1990, republished, with subsequent amendments and completions ("**Companies Law**"), Law no. 24/2017 on issuers of financial instruments and market operations, as subsequently amended and supplemented ("**Law no. 24/2017**"), Regulation no. 5/2018 on issuers of financial instruments and market operations, as subsequently amended and supplemented ("**Regulation no. 5/2018**") and the Company's Articles of Association (the "**Articles of Association**"),

CONVENES

The Extraordinary General Meeting of Shareholders ("EGMS") for 30.03.2025, 12:00 p.m. in Bucharest, 71 Buzești Street, 7th Floor, Sector 1, which will be attended by all the Company's shareholders registered in the register of shareholders (kept by Depozitarul Central S.A.) until the end of **17.03.2025** established as the Reference Date. In case of failure to meet the quorum required at the first call, a second meeting of the EGMS will be held on **31.03.2025, at 12:00 p.m.**, at the same address

in Bucharest, 71 Buzești Street, 7th Floor, Sector 1, with the same agenda and having the same Reference Date.

AGENDA OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS

1. Approval of the increase of the share capital of Outsourcing Support Services S.R.L. through the contribution in kind of the contracts and employees related to the activity of the "Service Delivery" business unit carried out by Connections Consult S.A. The share capital increase will be carried out through an enterprise transfer agreement with Outsourcing Support Services S.R.L., based on the evaluation of the economic activity carried out by an authorized evaluator, corporate member of ANEVAR. The share capital of Outsourcing Support Services S.R.L. will be increased by RON 26,765,000 through the issuance of 2,676,500 shares with a nominal value of RON 10 per share and a total nominal value of RON 26,765,000 distributed to and fully subscribed by the sole shareholder Connections Consult S.A.

In order to carry out this decision, a special mandate is granted in order for the Board of Directors to draw up and sign documents related to the transfer of the company, provided without limitation as follows: the contract for the transfer of the company with Outsourcing Support Services S.R.L., internal information/notifications regarding the rights of the employees in case of the transfer of business, transfer documents according to the tax legislation, agreements, annexes to the commercial contracts in progress within Connections Consult S.A. and which are in direct and exclusive connection with the "Service Delivery" business unit.

2. Amending the articles of incorporation of Outsourcing Support Services S.R.L. and mandating the Board of Directors to sign the decision of the sole shareholder of Outsourcing Support Services S.R.L. to increase the share capital and the updated articles of association according to point no. 1 above.
3. Approval of the sale of the activity of the "Service Delivery" business unit through the assignment of 100% of the shares of Outsourcing Support Services S.R.L., Connection Consult EOOD and Connections consult doo Beograd-Vračar (either directly or indirectly through the assignment of 100% of the shares of Connection Consult EOOD and Connections consult doo Beograd-Vračar to Outsourcing Support Services S.R.L., followed by the subsequent assignment of 100% of the shares of Outsourcing Support Services S.R.L.).

In order to carry out this decision, a special mandate is granted to the Board of Directors in order to:

- 3.1. Completion of the transaction for the sale of the activity of the "Service Delivery" business unit for the amount of at least EUR 4.5 million. Specifically, the Board of Directors will not accept a sale price lower than the value immediately indicated above;
- 3.2. The preparation and signing of all documents deemed necessary and/or useful for the sale by the Board of Directors in its reasonable determination;
- 3.3. Signing of the assignment contract(s) of 100% of the shares of Outsourcing Support Services S.R.L., Connection Consult EOOD and Connections consult doo Beograd-Vračar (either directly or indirectly through the assignment of 100% of the shares of Connection Consult EOOD and Connections consult doo Beograd-Vračar to Outsourcing Support Services S.R.L., followed by the subsequent assignment of 100% of the shares of Outsourcing Support Services S.R.L.).

The transfer will be made in compliance with all the relevant legal provisions, in particular the provisions of the Emergency Ordinance no. 46/2022 on measures for the implementation of Regulation

(EU) 2019/452 of the European Parliament and of the Council of 19 March 2019 establishing a framework for the screening of foreign direct investments in the Union, as well as amending and supplementing the Competition Law no. 21/1996, of Regulation no. 452/2019 establishing a framework for the examination of foreign direct investments in the Union, as well as those of Law no. 67/2006 on the protection of employees' rights in case of transfer of the company.

4. Approval of the power of attorney of Mr. BOGDAN LIVIU FLOREA, as General Manager, with the possibility of sub-delegation in the name and on behalf of the Company, with full power and authority, to sign any documents, including the EGMS decision, to submit, to request the publication in the Official Gazette of Romania part IV of the decision, to collect any documents, to fulfill any necessary formalities before the Trade Register Office, as well as before any other authority, public institution, legal or natural person, as well as to execute any operations, in order to carry out and ensure the enforceability of the decisions to be adopted by the EGMS.

The right to vote may be exercised by the entitled shareholders either by physical presence in compliance with the coordinates of the ordinary general meeting of shareholders specified above, or by correspondence, under the conditions set out in the *Voting by Mail section*, below.

Shareholders' proposals regarding the ordinary general meeting of shareholders

One or more shareholders representing, individually or jointly, at least 5% of the Company's share capital are entitled to:

a) to introduce items on the agenda of the extraordinary general meeting of shareholders, provided that each item is accompanied by a justification or a draft resolution proposed for adoption by the EGMS; and

b) to present draft decisions for the items included or proposed to be included on the agenda of the EGMS.

Shareholders' requests regarding the introduction of new items on the agenda, as well as the draft resolutions for the items included or proposed to be included on the agenda of the extraordinary general meeting of shareholders, accompanied by a copy of the shareholder's valid identity document, may be submitted as follows:

a) submitted to the Company's registry office in Bucharest, 71 Buzești Street, 7th floor, until **14.03.2025** (Romanian time), in a sealed envelope, with the mention clearly written and in capital letters "FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS ON 30.03.2025";

b) sent to the Company's registry office in Bucharest, 71 Buzești Street, 7th floor, by any form of courier with acknowledgement of receipt, so that it is registered as received at the Company's registry office by **14.03.2025, 17.00** (Romanian time);

c) sent by e-mail with an extended electronic signature, incorporated according to Law no. 455/2001 on electronic signature, until **14.03.2025 at 17.00** (Romanian time), at the e-mail address investors@connections.tech mentioning in the subject "FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS ON 30.03.2025".

The revised agenda will be published in compliance with the deadlines and requirements provided by law.

Questions regarding the ordinary general meeting of shareholders

The Company's shareholders, regardless of the level of participation in the share capital, may submit written questions regarding the items on the agenda of the EGMS, accompanied by a copy of the shareholder's valid identity document, as follows:

a) submitted to the Company's registry office in Bucharest, 71 Buzești Street, 7th floor, until **20.03.2025, 17.00** (Romanian time), in a sealed envelope, with the mention clearly written and in capital letters "FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS ON 30.03.2025";

b) sent to the Company's registry office in Bucharest, 71 Buzești Street, 7th floor, by any form of courier with acknowledgment of receipt, so that it is registered as received at the Company's registry office until **20.03.2025, 17:00** (Romanian time);

c) sent by e-mail with an extended electronic signature, incorporated according to Law no. 455/2001 regarding the electronic signature, until **20.03.2025 at 17:00** (Romanian time), at the e-mail address investors@connections.tech, mentioning in the subject "FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS ON 30.03.2025".

Participation in the extraordinary general meeting of shareholders

The access of shareholders registered in the register of shareholders on the Reference Date and entitled to participate in the extraordinary general meeting of shareholders is allowed by simply proving their identity, made, **(i)** in the case of natural person shareholders, with their identity document or, **(ii)** in the case of shareholders of legal persons, with the identity document of the legal representative, and **(iii)** in the case of shareholders of legal persons and shareholders represented by natural persons, with the power of attorney given to the person representing them, in compliance with the legal provisions applicable in the matter.

The shareholders registered on the Reference Date in the register of shareholders of the Company kept by Depozitarul Central S.A. may participate in person or by representation in the EGMS, each shareholder having the right to designate any other natural or legal person as a representative to participate and vote on his behalf at the EGMS, in compliance with the provisions of art. 105 of Law no. 24/2017.

A shareholder may appoint only one person to represent him at the EGMS. However, if a shareholder holds shares of the Company in more than one securities account, this restriction will not prevent him or her from appointing a separate representative for the shares held in each securities account in respect of a particular general meeting. However, the shareholder is forbidden to cast different votes based on the shares held by him in the Company's share capital.

In the case of participation by proxy, the shareholder will appoint a representative through a special power of attorney drawn up based on the special power of attorney form made available to shareholders by the Company, both in Romanian and in English, or through a general power of attorney granted under the conditions presented below.

A shareholder may appoint by proxy one or more alternate representatives to ensure its representation in the EGMS if the appointed representative is unable to fulfill his mandate. If several

alternate representatives are appointed by proxy, the order in which they will exercise their mandate must also be indicated.

If a shareholder is represented by a credit institution that provides custody services, it will be able to vote in the EGM on the basis of voting instructions received by electronic means of communication, without the need to draw up a special or general power of attorney by the shareholder. The Custodian will vote in the EGMS exclusively in accordance with and within the limits of the instructions received from its clients having the status of shareholders on the Reference Date.

In the event of discussion at the EGMS, in accordance with the legal provisions, of items not included on the published agenda, the proxy may vote on them according to the interest of the represented shareholder.

Special Power of Attorney

The special power of attorney is valid only for the EGMS for which it was requested. The special power of attorney can only be granted by using the special power of attorney form made available to shareholders by the Company in accordance with the *Other provisions regarding the general meeting of shareholders*, below.

The representative has the obligation to vote in accordance with the instructions formulated by the shareholder who appointed him. The special proxies must contain specific voting instructions for each item on the agenda of the EGMS.

In the case of the special power of attorney, an original copy, completed in Romanian or English and signed by the shareholder, together with a copy of the identity document of the shareholder and the representative, will be sent to the Company as follows:

a) submitted to the registry of the Company in Bucharest, 71 Buzzești Street, 7th floor, until **28.03.2025 at 12.00 p.m.** (Romanian time), in a sealed envelope, with the mention clearly written and in capital letters "FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS ON 30.03.2025";

b) sent to the Company's registry office in Bucharest, 71 Buzzești Street, 7th floor, by any form of courier with acknowledgement of receipt, so that it is registered as received at the Company's registry office until **28.03.2025 at 12.00 p.m.** (Romanian time);

c) sent by e-mail with an extended electronic signature, incorporated according to Law no. 455/2001 on electronic signature, until **28.03.2025 at 12.00 p.m.** (Romanian time), at the e-mail address investors@connections.tech, mentioning in the subject "FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS ON 30.03.2025".

In all cases, the representative will present to the organizers of the EGMS an original copy of the special power of attorney upon registration.

General Power of Attorney

The general power of attorney shall be valid only if: (i) it is granted for a period not exceeding 3 years, (ii) it expressly allows the representative of the shareholder who granted such power of attorney

to vote in all matters under debate at the general meetings of shareholders of the Company, including acts of disposition and (iii) it is granted by the shareholder, as a client, to an intermediary defined according to art. 2 para. (1) item 19 of Law 24/2017 or to a lawyer. The Company's shareholders may not be represented in the EGMS on the basis of the general power of attorney by a person who is in a situation of conflict of interest that may arise in particular in one of the following cases:

- a) is a majority shareholder of the Company, or another entity, controlled by that shareholder;
- b) is a member of an administrative, management or supervisory body of the Company, of a majority shareholder or of a controlled entity, as provided in letter a);
- c) is an employee or auditor of the Company or of a majority shareholder or of a controlled entity, according to the provisions of letter a);
- d) is the spouse, relative or relative up to the fourth degree inclusive of one of the natural persons referred to in letters a) - c).

The general power of attorney must contain at least the following information: 1. the name/name of the shareholder; 2. the name/name of the representative (the one to whom the power of attorney is granted); 3. the date of the power of attorney, as well as its validity period, in compliance with the legal provisions; powers of attorney bearing a later date have the effect of revoking previously dated powers of attorney; 4. specifying that the shareholder empowers the representative to participate and vote on his behalf by means of the general power of attorney in the general meeting of shareholders for the entire holding of the shareholder on the reference date, with the express specification of the company/companies for which the respective general power of attorney is used.

The general power of attorney shall cease in accordance with para. 2 of art. 202 of ASF Regulation 5/2018.

Before its first use, a copy of the general power of attorney signed by the shareholder and having the minimum content provided for by ASF Regulation 5/2018, including the mention of compliance with the original under the signature of the representative, together with a copy of the shareholder's identity document and a declaration on own responsibility of the intermediary or lawyer according to the following, will be sent to the Company as follows:

- a) submitted to the registry of the Company in Bucharest, 71 Buzzești Street, 7th floor, until **28.03.2025 at 12.00 p.m.** (Romanian time), in a sealed envelope, with the mention clearly written and in capital letters "FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS ON 30.03.2025";
- b) sent to the Company's registry office in Bucharest, 71 Buzzești Street, 7th floor, by any form of courier with acknowledgement of receipt, so that it is registered as received at the Company's registry office until **28.03.2025 at 12.00 p.m.** (Romanian time);
- c) sent by e-mail with an extended electronic signature, incorporated according to Law no. 455/2001 on electronic signature, until **28.03.2025 at 12.00 p.m.** (Romanian time), at the e-mail address investors@connections.tech, mentioning in the subject "FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS ON 30.03.2025".

The affidavit given by the legal representative of the intermediary or by the lawyer who received the power of attorney through the general power of attorney shall specify the following:

a) the power of attorney is granted by the respective shareholder, as client, to the intermediary or, as the case may be, to the lawyer;

b) the general power of attorney is signed by the shareholder, including by attaching an extended electronic signature, if applicable.

The declaration must be submitted in original, signed and, where appropriate, stamped, without fulfilling any other formalities in relation to its form. The declaration shall be submitted to the Company together with the general power of attorney, under the conditions and within the terms provided above.

The copies of the general powers of attorney containing the mention of conformity with the original are retained by the Company, mentioning it in the minutes of the EGMS.

Other provisions regarding representation

Shareholders may appoint and revoke their representative by electronic means of data transmission, the revocation being effective and enforceable against the Company if it has been received by the Company by the deadline for filing/transmitting the powers of attorney.

The proxy may not be substituted by another person unless this right has been expressly conferred on him by the shareholder in the power of attorney. If the empowered person is a legal person, he/she may exercise his/her mandate received through any person who is part of his/her administrative or management body or among his/her employees.

Voting by mail

The Company's shareholders registered on the Reference Date in the Company's register of shareholders kept by Depozitarul Central S.A. have the possibility to vote by mail by using the ballot form for voting by mail made available to shareholders by the Company, both in Romanian and in English.

The vote by correspondence can be expressed by a conventional representative of the shareholder only if the shareholder has received from the respective shareholder a special/general power of attorney that is submitted to the Company in accordance with art. 105 of Law no. 24/2017. If the person representing the shareholder by personal participation in the EGMS is other than the one who cast the vote by correspondence, then for the validity of his vote, he shall submit to the secretary of the EGMS a written revocation of the vote by correspondence signed by the shareholder or by the representative who cast the vote by correspondence. This is not necessary if the shareholder or his legal representative is personally present at the EGMS.

In the case of postal voting, the ballot papers, completed in Romanian or English and signed, together with a copy of the identity document of the shareholder and the representative, may be submitted as follows:

a) submitted to the registry of the Company in Bucharest, 71 Buzești Street, 7th floor, until 30.03.2025 **at 10.00 a.m.** (Romanian time), in a sealed envelope, with the mention clearly written and

in capital letters "FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS ON 30.03.2025";

b) sent to the Company's registry office in Bucharest, 71 Buzești Street, 7th floor, by any form of courier with acknowledgement of receipt, so that it is registered as received at the Company's registry office until 30.03.2025 **at 10:00 a.m.** (Romanian time);

c) sent by e-mail with an extended electronic signature, incorporated according to Law no. 455/2001 on electronic signature, until 30.03.2025 **at 10.00 a.m.** (Romanian time), at the e-mail address investors@connections.tech mentioning in the subject "FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS ON 30.03.2025".

Other provisions regarding the ordinary general meeting of shareholders

In the case of shareholders who are legal persons or entities without legal personality, the quality of legal representative is established based on the list of shareholders on the Reference Date, received from Depozitarul Central S.A. The documents attesting to the quality of legal representative drawn up in a foreign language, other than English, will be accompanied by a translation made by an authorized translator in Romanian or English, without the need for legalization or apostille of these documents.

In all the cases described above in which reference is made to:

a) the identity documents of a person, the following documents are taken into account: (i) in the case of natural persons - identity card/identity card/passport, and (ii) in the case of legal entities - identity card/identity card/passport of the legal representative registered in the list of shareholders of the Company issued by Depozitarul Central S.A.;

b) the representative of the shareholders registered in the list of shareholders issued by Depozitarul Central S.A., if the respective representative is not registered as such in the records of the Depozitarul Central S.A., in order to identify the representative of the shareholder who is a legal person, a certificate of ascertainment issued by the Trade Register or any other equivalent document shall be sent, in original or in true copy of the original issued by a competent authority of the state in which the shareholder is legally registered and certifying the quality of legal representative, certificate or equivalent document that is not older than 3 months before the date of publication of the EGMS convening notice.

Failure to submit the general or special powers of attorney/postal voting forms by the established date shall be sanctioned with the loss of the right to vote by proxy/by correspondence at the EGMS. Special proxies/postal voting forms that do not contain at least the information contained in the form provided by the Company are not enforceable against the Company, nor are general powers of attorney that do not contain the minimum information required by the legal provisions enforceable against the Company.

In case of non-fulfillment of the legal conditions for holding the EGMS on the date of the first call, a new EGMS is convened, as the case may be, for 31.03.2025, **at 12.00 p.m.** (Romanian time), having the same agenda. In the event of a new call, the reference date set for identifying the shareholders entitled to participate and vote at the EGMS is the same (i.e. 17.03.2025). The second convocation of the EGMS Meeting will take place at the same address, respectively in **71 Buzești Street, 7th floor, Sector 1.**

The documents and informative materials regarding the items included on the agenda of the EGMS, this convening notice, the draft resolutions, the total number of shares and voting rights on the date of the call, as well as the special/general proxy forms and the postal voting ballot forms for the EGMS will be made available to the shareholders, both in Romanian, and in English, at least 30 days before the EGMS date and will be available daily between 09:00 – 17:00 at the Company's headquarters in 71 Buzești Street, Sector 1, Bucharest, 7th Floor and respectively on the Connections website at the web address: <https://connectionsconsult.ro/>.

The draft resolutions proposed by the shareholders will be added to the Company's website as soon as possible, after their receipt by the Company.

As of the date of publication of this notice, the company has registered a total number of 13,081,999 shares with the Trade Register.

Further information can be obtained at the e-mail address: investors@connections.tech.

Chairman of the Board of Directors

Bogdan Liviu Florea

