

To: *Bursa de Valori București S.A.*
Autoritatea de Supraveghere Financiară

CURRENT REPORT 09/2024

According to Law nr. 24/2017 regarding issuers of financial instruments and market operations, ASF regulation nr. 5/2018 regarding the issuers of financial instruments and market operations and/or the Bucharest Stock Exchange Rulebook for Multilateral Trading System.

Date of report	23.04.2024
Name of the Company	Softbinator Technologies S.A.
Registered Office	1-5 Costache Negri Street, 4th floor, District 5, Bucharest, Romania
Phone	+40 754 908 742
Email	investors@softbinator.com
Website	investors.softbinator.com
Registration nr. with Trade Registry	J40/13638/2017
Fiscal Code	RO 38043696
Subscribed and paid share capital	2,104,084.2 lei
Total number of shares	21,040,842
Symbol	CODE
Market where securities are traded	MTS AeRO Premium

Important events to be reported: Resolutions of the OGMS & EGMS dated 23.04.2024

The management of Softbinator Technologies S.A. (hereinafter referred to as the "Company") informs the market that on 23.04.2024, starting with 02:00 PM, at the headquarters of the Company located at 1-5 Costache Negri Street, 4th floor, District 5, Bucharest, Romania, took place the Ordinary General Meeting of Shareholders of Softbinator Technologies S.A., and starting with 02:30 PM, at the same location, the Extraordinary General Meeting of Shareholders of the Company took place. For both meetings, the legal and statutory quorum was constituted at first call.

The resolutions of the Ordinary and Extraordinary General Meetings of Shareholders of the Company are attached to this current report.

Daniel ILINCA

CEO



DECISION OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS

SOFTBINATOR TECHNOLOGIES S.A.

No. 5 / 23.04.2024

The shareholders of **SOFTBINATOR TECHNOLOGIES S.A.**, registered with the Bucharest Trade Registry under no. J40/13638/2017, EUID ROONRC. J40/13638/2017, unique registration code 38043696, with registered office in 1-5 Costache Negri Street, 4th Floor, District 5, Bucharest, Romania, having a subscribed and fully paid-up share capital of RON 2,104,084.20 (hereinafter referred to as "**Company** ") met today, 23.04.2024, at 14:00 (Romanian time) in the Ordinary General Meeting of Shareholders ("OGMS"), at the first call, according to the convening notice published in the Official Gazette of Romania, Part IV, number 1425 dated 21.03.2024 and in Ziarul Bursa no. 55 dated 21.03.2024,

Following the debates on the points included on the OGMS agenda, adopted the following resolutions, which were duly recorded in the minutes of the meeting:

DECISION NO. 1

In the presence of the shareholders representing 86.0023% (18,095,604 shares) of the share capital and 86.0023% (18,095,604 voting rights) of the total voting rights, with the "for" vote of the shareholders representing 100% (8,812,184 votes) of the total votes casted by the shareholders present, represented or who casted their vote by mail, with the votes "against" of the shareholders representing 0% (0 votes) of the total votes casted by the shareholders present, represented or who casted their vote by mail (there are 9,259,454 abstentions and 23,966 votes not casted):

Approved:

The individual and consolidated financial statements prepared for the financial year ended on 31.12.2023, accompanied by the annual report prepared by the Board of Directors and the independent auditor's report.

DECISION NO. 2

In the presence of the shareholders representing 86.0023% (18,095,604 shares) of the share capital and 86.0023% (18,095,604 voting rights) of the total voting rights, with the "for" vote of the shareholders representing 100% (8,812,184 votes) of the total votes casted by the shareholders present, represented or who casted their vote by mail, with the votes "against" of the shareholders representing 0% (0 votes) of the total votes casted by the shareholders present, represented or who casted their vote by mail (there are 9,259,454 abstentions and 23,966 votes not casted):

Approved:

The discharge of liability of the Board of Directors for the financial year ended on 31.12.2023.



DECISION NO. 3

In the presence of the shareholders representing 86.0023% (18,095,604 shares) of the share capital and 86.0023% (18,095,604 voting rights) of the total voting rights, with the "for" vote of the shareholders representing 100% (18,060,412 votes) of the total votes casted by the shareholders present, represented or who casted their vote by mail, with the votes "against" of the shareholders representing 0% (0 votes) of the total votes casted by the shareholders present, represented or who casted their vote by mail (there are 11,226 abstentions and 23,966 votes not casted):

Approved:

The revenue and expenses budget for the financial year 2024, in accordance with the presented materials.

DECISION NO. 4

In the presence of the shareholders representing 86.0023% (18,095,604 shares) of the share capital and 86.0023% (18,095,604 voting rights) of the total voting rights, with the "for" vote of the shareholders representing 99.9403% (18,048,932 votes) of the total votes casted by the shareholders present, represented or who casted their vote by mail, with the votes "against" of the shareholders representing 0.0597% (10,780 votes) of the total votes casted by the shareholders present, represented or who casted their vote by mail (there are 11,926 abstentions and 23,966 votes not casted):

Approved:

The Company's management remuneration report, in accordance with the presented materials for the OGMS.

DECISION NO. 5

In the presence of the shareholders representing 86.0023% (18,095,604 shares) of the share capital and 86.0023% (18,095,604 voting rights) of the total voting rights, with the "for" vote of the shareholders representing 99.8775% (8,789,478 votes) of the total votes casted by the shareholders present, represented or who casted their vote by mail, with the votes "against" of the shareholders representing 0.1225% (10,780 votes) of the total votes casted by the shareholders present, represented or who casted their vote by mail (there are 9,271,380 abstentions and 23,966 votes not casted):

Approved:

The Company's remuneration policy, in the revised form, in accordance with the presentation materials for the OGMS.

DECISION NO. 6

In the presence of the shareholders representing 86.0023% (18,095,604 shares) of the share capital and 86.0023% (18,095,604 voting rights) of the total voting rights, with the "for" vote of the shareholders representing 100% (18,060,412 votes) of the total votes casted by the shareholders present, represented or who casted their vote by mail, with the votes "against" of



the shareholders representing 0% (0 votes) of the total votes casted by the shareholders present, represented or who casted their vote by mail (there are 11,226 abstentions and 23,966 votes not casted):

Approved:

Establishing the date of **May 17th, 2024** as the registration date for the identification of the shareholders on whom the effects of the decisions adopted by the OGMS are reflected, in accordance with the provisions of art. 87 (1) of Law no. 24/2017 and of **May 16th, 2024** as "ex-date" calculated in accordance with the provisions of art. 2 para. (2) lit. (I) of Regulation no. 5/2018.

DECISION NO. 7

In the presence of the shareholders representing 86.0023% (18,095,604 shares) of the share capital and 86.0023% (18,095,604 voting rights) of the total voting rights, with the "for" vote of the shareholders representing 100% (18,060,262 votes) of the total votes casted by the shareholders present, represented or who casted their vote by mail, with the votes "against" of the shareholders representing 0% (0 votes) of the total votes casted by the shareholders present, represented or who casted their vote by mail (there are 11,226 abstentions and 24,116 votes not casted):

Approved:

The authorization of the members of the Board of Directors and/or the General Manager of the Company, 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 decision of the General Meeting of Shareholders and the updated Articles of Incorporation of the Company, to submit and to request the publication in the Official Gazette of Romania, Part IV of the decision, to collect any documents, to complete any necessary formalities before the Trade Registry Office, as well as before any other authority, public institution, legal or natural person, such as and to perform any operations, in order to fulfill and ensure the opposability of the decisions to be adopted by OGMS.

This decision was drawn up and signed in the name and on behalf of the shareholders, today 23.04.2024, in 3 original copies, by,

OGMS Chairman

Daniel Ilinca

OGMS Secretary

Horia-Gabriel Rădulescu



DECISION OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS

SOFTBINATOR TECHNOLOGIES S.A.

No. 6 / 23.04.2024

The shareholders of **SOFTBINATOR TECHNOLOGIES S.A.**, registered with the Bucharest Trade Registry under no. J40/13638/2017, EUID ROONRC. J40/13638/2017, unique registration code 38043696, with registered office in 1-5 Costache Negri Street, 4th Floor, District 5, Bucharest, Romania, having a subscribed and fully paid-up share capital of RON 2,104,084.20 (hereinafter referred to as "**Company** ") met today, 23.04.2024, at 14:30 (Romanian time) in the Extraordinary General Meeting of Shareholders ("EGMS"), at the first call, according to the convening notice published in the Official Gazette of Romania, Part IV, 1425 dated 21.03.2024 and in Ziarul Bursa no. 55 dated 21.03.2024,

Following the debates on the points included on the EGMS agenda, adopted the following resolutions, which were duly recorded in the minutes of the meeting:

DECISION NO. 1

In the presence of the shareholders representing 85.9600% (18,086,698 shares) of the share capital and 85.9600% (18,086,698 voting rights) of the total voting rights, with the "for" vote of the shareholders representing 99.9223% (18,072,638 votes) of the total votes held by the shareholders present, represented or who casted their vote by mail, with the votes "against" of the shareholders representing 0% (0 votes) of the total votes held by the shareholders present, represented or who casted their vote by mail (there are 0 abstentions and 14,060 votes not casted):

Approved:

The amendment of art. 8.10 of the Company's Articles of Incorporation in the sense of extending the period for which the Board of Directors is authorized to decide to increase the share capital. Thus, art. 8.10 will have the following content:

"8.10. In accordance with Art. 220^l para. (2) of the Companies Law and art. 86 para. (2) from Law no. 24/2017, the Board of Directors is authorized for a period of 3 years starting from 23 April 2024, to decide to increase the subscribed share capital, through one or more share issues, with a value that cannot exceed the authorized capital."

DECISION NO. 2

In the presence of the shareholders representing 85.9600% (18,086,698 shares) of the share capital and 85.9600% (18,086,698 voting rights) of the total voting rights, with the "for" vote of the shareholders representing 99.9167% (18,071,638 votes) of the total votes held by the shareholders present, represented or who casted their vote by mail, with the votes "against" of



the shareholders representing 0% (0 votes) of the total votes held by the shareholders present, represented or who casted their vote by mail (there are 1,000 abstentions and 14,060 votes not casted):

Approved:

The amendment of art. 8.11 of the Company's Articles of Incorporation in order to extend the period for which the Board of Directors is authorized to decide the increase of the share capital, within the maximum limit of the authorized capital, as well as the update of this share capital. Thus, art. 8.11 will have the following content:

"8.11. Starting from 23 April 2024 and for a period of 3 years, the value of the authorized capital is equal to RON 1,000,000."

DECISION NO. 3

In the presence of the shareholders representing 85.9600% (18,086,698 shares) of the share capital and 85.9600% (18,086,698 voting rights) of the total voting rights, with the "for" vote of the shareholders representing 99.0520% (17,915,232 votes) of the total votes held by the shareholders present, represented or who casted their vote by mail, with the votes "against" of the shareholders representing 0.8664% (156,706 votes) of the total votes held by the shareholders present, represented or who casted their vote by mail (there are 0 abstentions and 14,760 votes not casted):

Approved:

The amendment of art. 8.12 of the Company's Articles of Incorporation in order to extend the period for which the Board of Directors is competent to decide the restriction or lifting of the shareholders' preference right, in case of an increase in the share capital. Thus, art. 8.12 will have the following content:

"8.12. Exclusively in order to increase the share capital under the conditions of art. 8.10 and 8.11, for a period of three years, starting from 23 April 2024, the Board of Directors is granted, for each of the capital increases up to the level of the authorized capital, the power to decide to restrict or lift the right of preference to the existing shareholders on the date of the respective capital increase."

DECISION NO. 4

In the presence of the shareholders representing 85.9600% (18,086,698 shares) of the share capital and 85.9600% (18,086,698 voting rights) of the total voting rights, with the "for" vote of the shareholders representing 99.9184% (18,071,938 votes) of the total votes held by the shareholders present, represented or who casted their vote by mail, with the votes "against" of the shareholders representing 0% (0 votes) of the total votes held by the shareholders present, represented or who casted their vote by mail (there are 0 abstentions and 14,760 votes not casted):

Approved:



The amendment of art. 18.8 of the Company's Articles of Incorporation, which will have the following content:

"18.8 The General Manager may mandate a person within the Company to represent the Company in the daily operations of the Company, in accordance with the approved strategy, within the limits established in this articles of incorporation, in the decisions of the general meeting of shareholders and / or the board of directors, as the case may be, as well as in order to negotiate and conclude legal documents, within the limits of the approved budgets and respecting the interests of the Company. The mandate will be granted by written decision of the General Manager and will include the mentions regarding its material and temporal extent. The General Manager can delegate any of his duties based on his written decision."

DECISION NO. 5

In the presence of the shareholders representing 85.9600% (18,086,698 shares) of the share capital and 85.9600% (18,086,698 voting rights) of the total voting rights, with the "for" vote of the shareholders representing 99.7484% (18,041,198 votes) of the total votes held by the shareholders present, represented or who casted their vote by mail, with the votes "against" of the shareholders representing 0.0596% (10,780 votes) of the total votes held by the shareholders present, represented or who casted their vote by mail (there are 0 abstentions and 34,720 votes not casted):

Approved:

The removal of article 18.9 from the Company's Articles of Incorporation and the renumbering of the rest of the articles within article 18 - Executive Management of the Company.

DECISION NO. 6

In the presence of the shareholders representing 85.9600% (18,086,698 shares) of the share capital and 85.9600% (18,086,698 voting rights) of the total voting rights, with the "for" vote of the shareholders representing 99.8563% (18,060,712 votes) of the total votes held by the shareholders present, represented or who casted their vote by mail, with the votes "against" of the shareholders representing 0% (0 votes) of the total votes held by the shareholders present, represented or who casted their vote by mail (there are 11,226 abstentions and 14,760 votes not casted):

Approved:

Establishing the date of **May 17th, 2024** as the registration date for the identification of the shareholders on whom the effects of the decisions adopted by the EGMS are reflected, in accordance with the provisions of art. 87 (1) of Law no. 24/2017 and of **May 16th, 2024** as "ex-date" calculated in accordance with the provisions of art. 2 para. (2) lit. (I) of Regulation no. 5/2018.

DECISION NO. 7

In the presence of the shareholders representing 85.9600% (18,086,698 shares) of the share capital and 85.9600% (18,086,698 voting rights) of the total voting rights, with the "for" vote of the shareholders representing 99.9184% (18,071,938 votes) of the total votes held by the



shareholders present, represented or who casted their vote by mail, with the votes "against" of the shareholders representing 0% (0 votes) of the total votes held by the shareholders present, represented or who casted their vote by mail (there are 0 abstentions and 14,760 votes not casted):

Approved:

Approval of the authorization of the members of the Board of Directors and/or the General Manager of the Company, 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 decision of the General Meeting of Shareholders and the updated Articles of Incorporation of the Company, to submit and to request the publication in the Official Gazette of Romania, Part IV of the decision, to collect any documents, to complete any necessary formalities before the Trade Registry Office, as well as before any other authority, public institution, legal or natural person, such as and to perform any operations, in order to fulfill and ensure the opposability of the decisions to be adopted by EGMS.

This decision was drawn up and signed in the name and on behalf of the shareholders, today 23.04.2024, in 3 original copies, by,

EGMS Chairman

Daniel Ilinca

EGMS Secretary

Horia-Gabriel Rădulescu

