

To:

**BURSA DE VALORI BUCUREȘTI S.A.
AUTORITATEA DE SUPRAVEGHERE FINANCIARĂ**

CURRENT REPORT 38/2020

According to Law no. 24/2017 regarding issuers of financial instruments and market operations, ASF Regulation no. 5/2018 regarding the issuers of financial instruments and market operations and/or Rulebook of the Bucharest Stock Exchange Market Operator.

Date of report	18.12.2020
Name of the Company	Sphera Franchise Group SA
Registered Office	Bucharest, Romania
Address	Calea Dorobanților nr. 239, 2nd floor, Bucharest sector 1
Phone / Fax	+40 21 201 17 57 / +40 21 201 17 59
Email	investor.relations@spheragroup.com
Registration nr. with Trade Registry	J40/7126/2017
Fiscal Code	RO 37586457
Subscribed and paid share capital	581,990,000 RON
Total number of shares	38,799,340
Symbol	SFG
Market where securities are traded	Bucharest Stock Exchange, Main Segment, Premium Category

Important events to be reported: Conclusion of legal acts with affiliated parties

The management of Sphera Franchise Group SA informs the investors about the conclusion, on 14.12.2020 of addendum to existing legal act with related party, subsidiary American Restaurant System S.A., as well as on 17.12.2020 of addendum to existing legal act signed with subsidiary US Food Network S.r.l. (Italy).

Details on the legal acts concluded including the beneficiaries, object, and total value of the contracts, are presented in Annex 1 attached to this report.

CHIEF EXECUTIVE OFFICER

Calin Ionescu

CHIEF FINANCIAL OFFICER

Valentin Budes

Annex 1

Report of legal acts concluded by Sphera Franchise Group SA according to the provisions of the Law no. 24/2017 and FSA Regulation no. 5/2018.

Crt. No.	Parties		Date of initial contract	Duration of initial contract	Date of addendum	Duration of addendum	Object of contract/addendum	Notes	Value of the Contract/Addendum		Guarantees	Payment		Penalties	Interest
	Provider	Beneficiary							CCY	Amount		Term	Payment method		
1	SPHERA FRANCHISE GROUP S.A.	AMERICAN RESTAURANT SYSTEM S.A.	08.06.2018	1 year, extended by subsequent addenda	14.12.2020	N/A	Addendum no.13/14.12.2020 to the Loan agreement dated 08.06.2018 having as object to accelerate the partial repayment of the loan.	Increase the equity of the company ARS by partial conversion of the debt that the debtor holds.	RON	7,999,944	N/A	Due on 14.12.2020	N/A	N/A	N/A
2	SPHERA FRANCHISE GROUP S.A.	US FOOD NETWORK S.r.l. (Italy)	12.09.2017	1 year, extended by subsequent addenda	17.12.2020	N/A	Addendum no 14/17.12.2020 to the Loan Agreement dated 12.09.2017 having as object to waiving the refund of a part of the existing interest-bearing shareholder loans that USFN Italy owns to Sphera Franchise Group SA	Cover the losses by way of setting up a capital reserve of EUR 5,500,000 for US Food Network S.r.l. (USFN Italy)	EUR	5,500,000	N/A	N/A	N/A	N/A	N/A

Chief Executive Officer

Calin Ionescu

Chief Financial Officer

Valentin Budes