

# Current Report no. 12 / 2024

Current report according to	Law 24/2017, ASF Regulation 5/2018
Date of report	25.01.2024
Company name	BITTNET SYSTEMS S.A.
Social address	44, Sergent Ion Nuţu, One Cotroceni Park, building A and B, 4 <sup>th</sup> floor, district 5, Bucharest
Headquarters	44, Sergent Ion Nuţu, One Cotroceni Park, building A and B, 4 <sup>th</sup> floor, district 5, Bucharest
Phone/Fax	021.527.16.00 / 021.527.16.98
CUI	21181848
Trade Register No	J40/3752/2007
The market on which the shares are traded	Segment: Main Market; Category: Standard
Symbol	BNET - shares BNET26E, BNET27A, BNET28 – bonds
Share capital	RON 63,417,671.40
The main characteristics of securities issued by the Company	634,176,714 shares at a face value of RON 0.10





## OGMS Decisions from 25.01.2024

**BITTNET SYSTEMS S.A.** (referred to as the Company / the Issuer / the Group) informs about the results of the vote and the Decisions taken by the Company's shareholders in the Ordinary General Meeting of 25.01.2024, as follows:

## Ordinary General Meeting of Shareholders

Today, January 25<sup>th</sup>, 2024, at 11:00 a.m. (Romanian time), the shareholders of BITTNET SYSTEMS S.A., (the Company) met in the Ordinary General Meeting of Shareholders (OGMS) of the Company, at the first call, both in physical form at the HQ in Bucharest, address: Str. Sergeant Nuţu Ion no. 44, district 5, One Controceni Park Building, 4th floor, as well as in electronic format through the communication systems made available to shareholders by the Company. The OGMS meeting was opened by Mr. Mihai-Alexandru-Constantin Logofătu, as the legal representative of the President of the Board of Directors:

- 1. The notice for the OGMS published on the Company website (<a href="https://investors.bittnet.ro/">https://investors.bittnet.ro/</a>) and on the BSE website (<a href="https://investors.bittnet.ro/">www.bvb.ro</a>) on 19.12.2023, in the Official Gazette of Romania, Part IV, number 5713 of 21.12.2023 and in the newspaper Curierul Naţional of 20.12.2023;
- 2. The Notice Completed and supplemented by the proposal of an entitled shareholder, published on the Company's website and on the BVB website on o9.01.2024, in the Official Gazette of Romania, Part IV, number 96 of o9.01.2024 and in the newspaper National on o9.01.2024;
- 3. The provisions of the Companies Law no. 31/1990, republished, with subsequent amendments and additions (Law no. 31/1990);
- 4. The provisions of Law no. 297/2004 on the capital market, with subsequent amendments and additions (Law no. 297/2004);
- 5. The provisions of Law no. 24/2017 on issuers of financial instruments and market operations, with subsequent amendments and additions (Law no. 24/2017);
- 6. The provisions of FSA Regulation no. 5 of 2018 on securities issuers and operations, with subsequent amendments and additions (Regulation no. 5/2018);
- 7. Provisions of CNVM Regulation no. 6/2009 regarding the exercise of certain shareholder rights during general meetings of commercial companies, with subsequent amendments and additions (Regulation no. 6/2009)





Following the debates, the Company's shareholders adopted the following decisions regarding the items on the agenda with the following results:

Item 1

OGMS01	Cvorum	Casted Votes	'FOR'	'AGAINST'	'Abstention'	Unexpressed
Voting rights	532,143,364	531,551,561	530,872,995	678,566	590,103	591,803
Percentage of casted votes	NA	NA	99.8723%	0.1277%	NA	NA
Percentage of total shares with voting rights	83.9109%	83.8176%	83.7106%	0.1070%	0.0931%	NA
Percentage of total shares	83.9109%	83.8176%	83.7106%	0.1070%	0.0931%	NA

The approvel, according to the procedure for organizing and conducting the general meetings of the Company's shareholders, the election of the President of the meeting, Mr. Mihai-Alexandru-Constantin LOGOFĂTU, and the secretary of the meeting, Ms. lawyer loana PRECUP, who has the capacity of a shareholder of the Company.

Item 2

OGMS02	Cvorum	Casted Votes	'FOR'	'AGAINST'	'Abstention'	Unexpressed
Voting rights	532,143,364	515,989,495	133,464,967	382,524,528	10,612,894	16,153,869
Percentage of casted votes	NA	NA	25.8658%	74.1342%	NA	NA





Percentage of total shares with voting rights	83.9109%	81.3637%	21.0454%	60.3183%	1.6735%	NA
Percentage of total shares	83.9109%	81.3637%	21.0454%	60.3183%	1.6735%	NA

The revocation of the Board of Directors and the election of a new Board of Directors consisting of 5 (five) members are rejected. The term of office of the elected administrators will be 4 (four) years from the date of appointment.

Item 3

OGMSo3	Cvorum	Casted Votes	'FOR'	'AGAINST'	'Abstention'	Unexpressed
Voting rights	532,143,364	529,529,408	510,912,534	18,616,874	2,568,289	2,613,956
Percentage of casted votes	NA	NA	96.4843%	3.5157%	NA	NA
Percentage of total shares with voting rights	83.9109%	83.4987%	80.5631%	2.9356%	0.4050%	NA
Percentage of total shares	83.9109%	83.4987%	80.5631%	2.9356%	0.4050%	NA

The election of a new Board of Directors consisting of 5 (five) members is approved. The term of office of the elected administrators will be 4 (four) years starting on January 30, 2024, considering that the mandates of the current members of the Board of Directors expire on January 29, 2024.





#### Board member elections - candidate results:

In the context of the approval of item 3 on the agenda, these are the elected members of the Board of Directors whose mandates will begin on January 30, 2024:

- 1. Eccleston Square Capital Limited represented by Mr. Ciucu Bogdan-Andrei 98.8972% of the votes cast
- 2. Ivylon Management SRL represented by Mr. Logofătu Mihai-Alexandru-Constantin 98.5489% of the votes cast
- 3. Mr. Constantinescu Gabriel-Claudiu 95.5759% of the votes cast
- 4. Quercus Solutions SRL represented by Mr. Micheș Paul 68.0990% of the votes cast
- 5. Mr. Anghel Lucian Claudiu 55.6604% of the votes cast.





## Item 4

OGMS04	Cvorum	Casted Votes	'FOR'	'AGAINST'	'Abstention'	Unexpressed
Voting rights	532,143,364	531,351,355	530,126,322	1,225,033	428,437	792,009
Percentage of casted votes	NA	NA	99.7694%	0.2306%	NA	NA
Percentage of total shares with voting rights	83.9109%	83.7860%	83.5928%	0.1932%	0.0676%	NA
Percentage of total shares	83.9109%	83.7860%	83.5928%	0.1932%	0.0676%	NA

The power of attorney for Mr. Adrian Victor STANESCU, who fulfills the function of Financial Director of the Company, to sign the mandate contracts with the members of the Board of Directors, in the form presented to the general meeting of shareholders, in the name and on behalf of the Company, with full power and authority, is approved.





### Item 5

OGMSo5	Cvorum	Casted Votes	'FOR'	'AGAINST'	'Abstention'	Unexpressed
Voting rights	532,143,364	531,460,299	529,097,155	2,363,144	365,232	683,065
Percentage of casted votes	NA	NA	99.5553%	0.4447%	NA	NA
Percentage of total shares with voting rights	83.9109%	83.8032%	83.4306%	0.3726%	0.0576%	NA
Percentage of total shares	83.9109%	83.8032%	83.4306%	0.3726%	0.0576%	NA

The power of attorney, with the possibility of substitution, of Mr. Mihai Alexandru Constantin LOGOFATU, as the legal representative of the President of the Company's Board of Directors, is approved to sign the shareholders' decisions, the updated Articles of Association of the Company and any other documents related to them, including, and to fulfill all the procedures and formalities provided by law for the purpose of implementing the shareholders' decisions, including the formalities of their publication and registration in the Trade Register or any other public institution.





#### Item 6

OGMSo6	Cvorum	Casted Votes	'FOR'	'AGAINST'	'Abstention'	Unexpressed
Voting rights	532,143,364	531,717,118	531,064,037	653,081	292,879	426,246
Percentage of casted votes	NA	NA	99.8772%	0.1228%	NA	NA
Percentage of total shares with voting rights	83.9109%	83.8437%	83.7407%	0.1030%	0.0462%	NA
Percentage of total shares	83.9109%	83.8437%	83.7407%	0.1030%	0.0462%	NA

The date of February 13, 2024 is approved as the registration date for the identification of the shareholders on whom the effects of the decisions adopted by the AGOA are applied, in accordance with the provisions of art. 87 (1) of Law no. 24/2017 and the date of February 12, 2024 as "ex-date" calculated in accordance with the provisions of art. 2 para. (2) lit. (I) from Regulation no. 5/2018. The payment date is not applicable.

President of the Board

Mihai-Alexandru-Constantin LOGOFĂTU

