

2. Approval of the amendment of the Memorandum of Association - EGMS 20/21st January 2022

**EGMS
20/21 January
2022**

**FSA certified AIFM
No. 20/23.01.2018**

**FSA certified FIAR
no. 101/25.06.2021**

Approval of the amendment and completion of the provisions of article 7, paragraphs 20-23 of EVERGENT Investments S.A.'s Memorandum of Association, with the following content:

“Article 7, paragraph (20) *The Board of Directors delegates the management of the Company to the CEO and Deputy CEO, who together form the Management Committee.*

The CEO and Deputy CEO may also be directors of the Company. The CEO and Deputy CEO who comprise the Management Committee effectively lead the activity of the Company within the limits of its delegated powers.

The set-up and dissolution of the Management Committee shall be approved by a majority vote of the directors present.

The directors and managers who comprise the Management Committee conclude with the company Management and/or Directors' Agreements, prepared in compliance with the applicable legal framework. The content of these contracts concluded with the company shall be declared and/or made public when the applicable regulations require it.

Article 7, paragraph (21) *The decisions of the Management Committee shall be taken by unanimous vote of its members.*

In the event that decisions cannot be taken in the Management Committee due to non-compliance with the vote requirements, the subject under discussion shall be submitted to the Board of Directors for a decision.

Article 7, paragraph (22) *The vote may not be cast by a representative in the Management Committee.*

Article 7, paragraph (23) *Between the meetings of the Management Board, the Management Committee shall carry out its activities within the established responsibilities. The Management Committee shall present at the meetings of the Board the decisions taken and the operations in progress.”*

EVERGENT Investments has been authorized as Alternative Investment Fund for Retail Investors (F.I.A.I.R) by the Financial Supervision Authority, according to authorization no. 101/25.06.2021. The company made the event, documents of the Fund and FSA authorization public immediately through its current report and posting on www.evergent.ro site.

For the purpose of aligning to the provisions of the complex AIF legislation, through the decision of the Extraordinary General Meeting of Shareholders no. 3 on 30.10.2020, the Company has approved a series of amendments to its Memorandum of Association that were implemented and registered in accordance with legal provisions.

For the purpose of the transposition in a concise manner in EVERGENT Investments' Memorandum of Association of some aspects concerning the internal organizational structures of the company, in accordance with the "*Procedure on organizational structure and administrative, accounting, control requirements and protection in the field of electronic data processing, as well as adequate internal control mechanisms*" authorized by FSA, we propose to amend art. 7 lines 20-23 of the Company's Memorandum of Association, according to the presented benchmarks.

Draft resolution

Approves the amendment and completion of the provisions of article 7, paragraphs 20-23 of EVERGENT Investments S.A.'s Memorandum of Association, with the following content:

“Article 7, paragraph (20) *The Board of Directors delegates the management of the Company to the CEO and Deputy CEO, who together form the Management Committee. The CEO and Deputy CEO may also be directors of the Company.*

The CEO and Deputy CEO who comprise the Management Committee effectively lead the activity of the Company within the limits of its delegated powers.

The set-up and dissolution of the Management Committee shall be approved by a majority vote of the directors present.

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Claudiu DOROȘ
President and CEO

Georgiana DOLGOS
Manager

Michaela PUSCAS
Compliance manager