

EVERGENT Investments Extraordinary and Ordinary General Meeting of Shareholders Resolutions of April 28, 2022

A. Holding the Extraordinary General Meeting of Shareholders on April 28, 2022

The Extraordinary General Meeting of Shareholders of EVERGENT Investments, a company headquartered in Bacău, 94C Pictor Aman street, Bacău county, registered in the Trade Register under number JO4/2400/1992 and in the FSA register under number PJRO9FIAIR/040003, classified as a Retail Investors Alternative Investment Fund (FSA authorization no. 101 of June 25, 2021), and as Alternative Investment Fund Manager (FSA authorization no. 20 of January 23, 2018), ISIN ROSIFBACNOR0, sole registration code 2816642, EUID: ROONRC. J/04/2400/1992 and having the subscribed and paid-in share capital of 98,121,305.10 lei, carried out its works at the first call, on April 28, 2022 at 10:00 am, at the headquarter of the company from Bacau, in the “Ioan Maric” hall on the ground floor. According to the convening notice, the persons who were shareholders on the reference date, on April 15, 2022, were entitled to participate and vote.

At the meeting attended individually, by representative or by correspondence a number of 59 shareholders, owning a total of 441.076.132 voting shares, representing 46,326% of the total voting shares of EVERGENT Investments share capital (total voting shares 952,118,316 representing 97.03% of EVERGENT Investments share capital).

The meeting of the General Assembly was chaired by Mr. Claudiu Doros, President of the Board of Directors and CEO of EVERGENT Investments.

Within the Extraordinary General Meeting, all the items on the agenda were debated and approved, in compliance with the statutory provisions (article 6 paragraph 19 of EVERGENT Investments Memorandum of Association) and the provisions of Law no. 31/1990 regarding the companies, namely with the majority of the votes cast by the shareholders who were present or represented.

EVERGENT Investments Extraordinary General Meeting of Shareholders of April 28, 2022

DECIDES

Resolution no. 1

Elects the secretariat of the Extraordinary General Meeting, consisting of 3 persons – shareholders of the company registered on the ballot papers, according to art. 129, para. (2) of Law no. 31/1990 on companies, namely: Ardeleanu Silviu, Pușcașu Marius Sebastian, Sofian Virginia.



Resolution no. 2

Approves the running of a share buyback program (“Program 7”), abiding by applicable legal provisions and with the following main characteristics:

a) Program purpose: The company shall buy-back shares in order to reduce its share capital, through share annulment, as well as in order to run “*stock option plan*” programs.

b) The number of shares that can be bought-back: maximum 28,025,000 shares (2.856% of registered share capital), of which maximum 19.625.000 shares (2,000% of registered share capital) through a public purchase offer, in order to reduce the share capital by cancelling the shares and maximum 8,400,000 shares through market operations (0.856% of the registered capital) in order to be distributed to the employees, directors and managers of the Company, within some “*stock option plan*” programs.

c) Minimum price per share: the minimum purchase price shall be the BSE market price on the time the purchase is made.

d) Maximum price per share: 2.2 lei.

e) Program duration: maximum 18 months from the date the resolution is published in Romania’s Official Journal, Part IV.

f) The payment of the bought-back shares shall be made from the distributable profit or from the company’s available reserves, rented in the last approved annual financial statement, except for the legal reserves registered in the 2021 financial statements, in accordance with the provisions of art. 103 index 1 of Companies’ Law.

Approves the empowerment of the Board of Directors and individually of its members to adopt all the necessary decisions in order to carry out the resolution, with the maintenance of the mandate granted to the Board of Directors by the EGMS Decision no. 3 of April 18, 2019, published in the Official Gazette no. 2124 of May 21, 2019, part IV, regarding the adoption of all the necessary measures for the implementation of the “*stock option plan*” programs.

Resolution no. 3

Approves the date of May 18, 2022 as registration date (ex-date: May 17, 2022) of the shareholders impacted by the effects of the resolutions adopted by the Extraordinary General Meeting of Shareholders.

Resolution no. 4

Mandates the Board of Directors and its members individually to carry out the decisions adopted by the Extraordinary General Meeting of Shareholders. Approves to empower, with the possibility of substitution, the President CEO and / or the Deputy CEO to carry out all the legal procedures and formalities and to sign any documents necessary for the implementation of the resolutions of the Extraordinary General Meeting of Shareholders, including the formalities for publication and registration with the Trade Register.



B. Holding the Ordinary General Meeting of Shareholders on April 28, 2022

The Ordinary General Meeting of Shareholders of EVERGENT Investments, a company headquartered in Bacău, 94C Pictor Aman street, Bacău county, registered in the Trade Register under number JO4/2400/1992 and in the FSA register under number PJRO9FIAIR/040003, classified as a Retail Investors Alternative Investment Fund (FSA authorization no. 101 of June 25, 2021), and as Alternative Investment Fund Manager (FSA authorization no. 20 of January 23, 2018), ISIN ROSIFBACNOR0, sole registration code 2816642, EUID: ROONRC. J/04/2400/1992 and having the subscribed and paid-in share capital of 98,121,305.10 lei, carried out its works at the first call, on April 28, 2022 at 11:00 am, at the headquarter of the company from Bacau, in the “Ioan Maric” hall on the ground floor. According to the convening notice, the persons who were shareholders on the reference date, on April 15, 2022, were entitled to participate and vote.

At the meeting attended individually, by representative or by correspondence a number of 59 shareholders, owning a total of 441.076.132 voting shares, representing 46,326% of the total voting shares of EVERGENT Investments share capital (total voting shares 952.118.316 representing 97.03% of EVERGENT Investments share capital).

The meeting of the General Assembly was chaired by Mr. Claudiu Doros, President of the Board of Directors and CEO of EVERGENT Investments.

Within the Ordinary General Meeting, all the items on the agenda were debated and approved, in compliance with the statutory provisions (article 6 paragraph 18 of EVERGENT Investments Memorandum of Association) and the provisions of Law no. 31/1990 regarding the companies, namely with the majority of the votes cast by the shareholders who were present or represented.

EVERGENT Investments Ordinary General Meeting of Shareholders of April 28, 2022

DECIDES

Resolution no. 1

Elects the secretariat of the Ordinary General Meeting, consisting of 3 persons – shareholders of the company registered on the ballot papers, according to art. 129, para. (2) of Law no. 31/1990 on companies, namely: Ardeleanu Silviu, Pușcașu Marius Sebastian, Sofian Virginia.

Resolution no. 2

Approves the consolidated financial statements for the financial year ended on 31st December 2021, prepared in accordance with Accounting Regulations compliant with the International Financial Reporting Standards (IFRS) applicable to entities authorized,



regulated and supervised by FSA, approved by FSA Norm no. 39/ 2015 (including in the format compliant with the provisions of the Commission Delegated Regulation (EU) 2019/815 with regard to regulatory technical standards on the specification of a single electronic reporting format), accompanied by the Report of the Independent Auditor and the Annual Report of the Board of Directors related to the consolidated financial statements.

Resolution no. 3

Approves the individual financial statements for the financial year ended on December 31, 2021, prepared in accordance with Accounting Regulations compliant with the International Financial Reporting Standards (IFRS) applicable to entities authorized, regulated and supervised by FSA, approved by FSA Rule no. 39/2015 (including in the format compliant with the provisions of the Commission Delegated Regulation (EU) 2019/815 with regard to regulatory technical standards on the specification of a single electronic reporting format), accompanied by the Report of Independent Auditor, the Annual Report of the Board related to the individual financial statements and the Remuneration Report of EVERGENT Investments for 2021 financial year.

Resolution no. 4

Approves the dividend distribution from the net result of the financial year ended on 31st December 2021, comprised of the net profit and net gain reflected in retained earnings from the sale of equity instruments classified at fair value through other comprehensive income (FVTOCI).

Approves the gross dividend of 0.065 lei/share.

- The total amount of dividends payable to shareholders shall be determined based on the number of shares that grant the right to collect dividends on the registration date (excluding the shares bought-back and held by the Company on the registration date), being of maximum 62,263,501 lei and consists of:
 - 46,388,634 lei net profit obtained in 2021 financial year, so that the entire profit of 2021 is distributed to dividends;
 - maximum 15,874,867 lei net gain reflected in the retained earnings achieved in the financial year 2021 from the sale of equity instruments classified at fair value through other comprehensive income (FVTOCI).
- The costs related to the payment shall be borne from the net dividend value.
- The dividends are paid through the Depozitarul Central and the paying agent Banca Transilvania.

Approves the date of May 18, 2022 as registration date (ex-date May 17, 2022) and the date of June 10, 2022 as dividend payment date.

Resolution no. 5

Approves the 2022 Activity Program in accordance with the “EVERGENT Investments strategy and investment policy” and the Income and Expenditure Budget for the financial year 2022:



Millions lei	2022 Budget
Total income	99.4
Total expenditure	(89.0)
Gross profit	10.4
Net profit	6.2
Net gain from the sale of FVTOCI assets	58.3
Net result	64.5
Investment program	169.9

Resolution no. 6

Approves the discharge of the directors for the financial year ended on December 31, 2021.

Resolution no. 7

Approves the mandate extension for the financial auditor Deloitte Audit SRL headquartered in Bucharest, Sector 1, The Mark Building, Calea Grivitei no. 84-98 and 100-102, floor 9, registered at the Trade Register under no. J40/6775/1995, fiscal code RO7756924, as well as the duration of the contract for a period of 2 years, namely from January 1, 2023 to December 31, 2024.

Resolution no. 8

Approves the prescription of the dividends related to the financial year 2018 established by the Ordinary General Meeting of Shareholders Resolution 4 of April 18, 2019, not collected until July 30, 2022 and their registration in accordance with the applicable regulations.

Resolution no. 9

Approves the date of May 18, 2022 as registration date (ex-date: May 17, 2022) of the shareholders impacted by the effects of the resolutions adopted by the Ordinary General Meeting of Shareholders.

Resolution no. 10

Mandates the Board of Directors and its members individually to carry out the decisions adopted by the Ordinary General Meeting of Shareholders. Approves to empower, with the possibility of substitution, the President CEO and / or the Deputy CEO to carry out all the legal procedures and formalities and to sign any documents necessary for the implementation of the resolutions of the Ordinary General Meeting of Shareholders, including the formalities for publication and registration with the Trade Register

Claudiu Doros
President and CEO

Gabriel Lupaşcu
Compliance Officer

Georgiana Dolgoş
Director