



## Current report no. 04 / 2025

Current report according to	Law 24/2017, ASF Regulation 5/2018
Date of report	17.02.2025
Company name	FORT S.A.
Social address	44, Sergent Ion Nutu, One Cotroceni Park, building A and B, 4 <sup>th</sup> floor, district 5, Bucharest
Headquarters	44, Sergent Ion Nutu, 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	34836770
Trade Register No	J40/9427/2015
The market on which the shares are traded	Segment: SMT / Categoria: AeRO Premium
Tycker	4RT
Share capital	RON 1,120,928.60
The main characteristics of securities issued by the Company	11,209,286 shares at a individual face value of RON 0.10

**Important events to be reported:** The decision of the Board of Directors to convene the Ordinary and the Extraordinary General Meetings of Shareholders of FORT S.A. for 21.03.2025

The management of FORT S.A. (hereinafter referred to as the "Company" or "FORT") informs the market that on 17.02.2025, the Board of Directors of the Company decided to convene the Ordinary General Meeting of Shareholders of the Company (OGMS) and the Extraordinary General Meeting of Shareholders of the Company (EGMS) for 21.03.2025 (first calling), respectively for 24.03.2025 (second calling) should the attendance quorum for the first meeting not be met, having the agenda stipulated in the convening notice attached to this current report.

The information materials related to the agenda of the OGMS and of the EGMS shall be made available to the shareholders, in electronic format on the Company's website at [Fort Cybersecurity - Cybersecurity Stronghold](#), under the Company > Results and Reports > Investors section, starting with convening notice's publication date.

Chief Executive Officer FORT

Vladimir Ghiță



**CONVENING NOTICE REGARDING THE ORDINARY AND EXTRAORDINARY GENERAL MEETINGS OF  
SHAREHOLDERS OF FORT S.A.**

The Board of Directors of **FORT S.A.**, a Romanian legal entity, with its headquarters in Bucharest, Sector 5, 44 Serg. Ion Nutu Street, ONE COTROCENI PARK, building A and building B, 4th Floor, registered with the Trade Register under no. J40/9427/2015, sole registration code 34836770, having a subscribed and paid-up share capital of RON 1,120,928.60, divided into 1,019,026 shares (hereinafter referred to as the "**Company**"), pursuant to the Companies Law no. 31/1990, republished, with subsequent amendments and completions (hereinafter referred to as the "**Companies Law**"), Law no. 24/2017 regarding issuers of financial instruments and market operations, with subsequent amendments and completions, Regulation no. 5/2018 regarding issuers of financial instruments and market operations, with subsequent amendments and completions, and the Company's Articles of Incorporation,

**CONVENES**

The **ORDINARY GENERAL MEETING OF SHAREHOLDERS** (hereinafter referred to as "**OGMS**") at the Company's headquarters in Bucharest, Sector 5, 44 Serg. Ion Nutu Street, ONE COTROCENI PARK, Building A and Building B, 4th Floor, on **21 March 2025**, at **11:00 AM**, to which all shareholders of the Company registered in the shareholders' register held by the Company at the end of 11 March 2025 (hereinafter referred to as the "**Reference Date**") are invited. If the quorum requirements for validity are not met at the first convening, a second OGMS meeting will take place on **24 March 2025**, at **11:00 AM**, at the same location, with the same agenda and the same Reference Date, and

The **EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS** (hereinafter referred to as "**EGMS**") at the Company's headquarters in Bucharest, Sector 5, 44 Serg. Ion Nutu Street, ONE COTROCENI PARK, Building A and Building B, 4th Floor, on **21 March 2025**, at **12:00 PM**, to which all shareholders of the Company registered in the shareholders' register held by the Company at the end of 11 March 2025 (hereinafter referred to as the "**Reference Date**") are invited. If the quorum requirements for validity are not met at the first convening, a second EGMS meeting will take place on **24 March 2025**, at **12:00 PM**, at the same location, with the same agenda and the same Reference Date.

**THE AGENDA FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS WILL BE AS FOLLOWS:**

1. The shareholders will acknowledge the resignation of the mandates of the members of the Company's Board of Directors, namely (i) **Ivylon Management S.R.L.**, represented by Mihai Alexandru-Constantin Logofatu (President of the Board of Directors), and (ii) **Mr. Lucian Claudiu Anghel** (Vice President of the Board of



Directors), effective as of the date of adoption of the OGMS resolution on **21 March 2025/24 March 2025**, and **the approval** of their discharge of management activities carried out during the financial year ending on 31 December 2024.

2. **Election** of two new members to the Company's Board of Directors starting from their appointment date, namely the adoption date of the OGMS resolution on 21 March 2025/24 March 2025, for a period of 4 (four) years, with the mandate expiring on **21 March 2029**.
3. **Approval** of the mandate contract template for the Board members elected according to point 2 of the agenda.
4. **Approval** of the power of attorney granted to the General Manager, to sign the mandate contracts to be concluded with the new members. The mandate contracts will be signed in the name and on behalf of the Company by the General Manager of the Company.
5. **Approval** of the establishment and granting of a fixed monthly gross remuneration of RON 5,000 for each newly elected Board of Directors member, starting from the adoption date of the OGMS resolution on **21 March 2025/24 March 2025**.
6. **Approval** of the extension of the mandate of the auditor KPMG Audit SRL, located at 89A Soseaua Bucuresti-Ploiesti, Bucharest, 013685, registered with the Bucharest Trade Register under no. J40/4439/2000, having tax identification number 12997279, authorized by the Chamber of Financial Auditors of Romania under authorization no. 9/2001, ASF approval no. 48/11.02.2016, for 4 (four) calendar years starting from 31 March 2025 until 31 March 2029.
7. **Approval** of the power of attorney granted to the General Manager, to sign on behalf of the shareholders the OGMS resolution, as well as all documents to be adopted by the OGMS, and to fulfill all legal formalities for the execution and registration of the adopted resolutions and decisions, with the possibility of sub-delegation to third parties. Within the mandate granted, the General Director, and any of his sub-delegates will be able, without limitation, to fulfill all necessary formalities for signing on behalf of the shareholders all documents required for the implementation of the OGMS resolution, including the Company's Articles of Incorporation, and to undertake any actions and formalities necessary for the implementation and registration of the resolutions adopted by the shareholders.

**THE AGENDA FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS WILL BE AS FOLLOWS:**

1. **Approval** of the amendment of the Company's Articles of Incorporation to update Article 5 regarding the Company's activities (sections 5.1 – 5.3), as a result of the legislative changes effective from 1 January 2025, aligning with the updated nomenclature of economic activities under the **NACE Rev. 3** classification, and with the activities that the Company wishes to authorize, as follows:

*„5.1. The main activity of the Company, according to NACE Rev. 3, is represented by: 621 - Programming activities.*



5.2. *The main activity of the Company, according to NACE Rev. 3, is represented by: NACE Code 6210 - Custom software development activities (customer-oriented software)..*

5.3. *The Company will also carry out other activities included in the secondary object of activity, according to NACE Rev. 3, as follows::*

*NACE ACTIVITY*

**4650** - Wholesale of computer and telecommunications equipment;

**6220** - Information technology consultancy and management (management and operation) of computing resources;

**6290** - Other information technology service activities;

**6391** - Web portal activities;

**6392** - Other information service activities n.e.c.;

**7020** - Business and management consultancy activities;

**7210** - Research and development in natural sciences and engineering;

**7820** - Temporary employment agency activities and other human resources provision;

**8559** - Other education n.e.c.”

2. **Approval** of the amendment of the Company's Articles of Incorporation, by eliminating the preamble regarding the Company's shareholders, and by amending Article 6 regarding the share capital, as follows:

*„Article 6. Share capital*

*The share capital of the Company is expressed in RON and is subscribed and paid in cash. The share capital of the Company is RON 1,120,928.60, being fully subscribed and paid..*

*The share capital is divided into 11,209,286 ordinary, registered, dematerialized shares, each having a nominal value of RON 0.1..*

*The quality of shareholder of the Company is certified by an account statement issued by Depozitarul Central SA.*

*The identification data of each shareholder, each shareholder's contribution to the share capital, the number of shares to which he is entitled and the participation quota in the total share capital are included in the Shareholders' Register kept in a computerized system by the Depozitarul Central.”*

3. **Approval** of the amendment of the Company's Articles of Incorporation, by amending Article 11.2 letter d), in order to eliminate the OGMS's authority to set the remuneration due to the financial auditor, as follows:

*„11.2. The main powers of the Ordinary General Meeting of Shareholders of the Company are:*

*[...]*

*d) to set the remuneration due for the current financial year to the members of the Board of Directors;*



[...]"

4. **Approval** of the amendment of the Articles of Incorporation of the Company, by amending Article 17.2, and by eliminating the identification data of the members of the Board of Directors, as follows:

*„17.2. As of the date of this Articles of Incorporation, the Board of Directors of the Company is composed of 3 (three) directors.”*

5. **Approval** of the amendment of the Company's Articles of Incorporation, by eliminating Article 23.6, in the sense of eliminating the identification data of the Company's financial auditor.
6. **Approval** of the power of attorney granted to the General Manager, to sign on behalf of the shareholders the EGMS resolution, as well as all documents to be adopted by the EGMS, and to fulfill all legal formalities for the execution and registration of the adopted resolutions and decisions, with the possibility of sub-delegation to third parties. Within the mandate granted, the General Director, and any of his sub-delegates will be able, without limitation, to fulfill all necessary formalities for signing on behalf of the shareholders all documents required for the implementation of the EGMS resolution, including the Company's Articles of Incorporation, and to undertake any actions and formalities necessary for the implementation and registration of the resolutions adopted by the shareholders.

#### GENERAL INFORMATION ON THE OGMS and EGMS

**Note:** *The Company recommends and encourages the shareholders :*

- i) *to access the informative materials related to the agenda and the forms for the OGMS and EGMS, in electronic format, on the dedicated website, the section dedicated to the relationship with investors (<https://fortcyber.com/investors/>);*
- ii) *to access and exercise their right to vote within the OGMS and/or EGMS through the platform dedicated to electronic voting (<https://fort.admin.evot.ro/login>), in accordance with the procedure set out in Section 4, point B below, respectively, to vote by correspondence, in accordance with the instructions in Section 4, point D below; and*
- iii) *to use, as far as possible, means of distance communication to communicate with the Company, using in particular the email dedicated to investors, respectively [investors@fort.ro](mailto:investors@fort.ro);*
- iv) *to constantly check the investor page (<https://fortcyber.com/investors/>) for news regarding the organization of OGMS and EGMS.*

#### 1. Documents related to and in connection with the agenda of the OGMS and of the EGMS





Starting with the date of publication of the convening notice, all presentation materials related to the issues included on the agenda of the OGMS and of the EGMS will be available on the Company's website, the section dedicated to investor relations (<https://fortcyber.com/investors/>). The Company's shareholders may obtain, upon request, copies of the documents regarding the aspects included on the agenda of the OGMS/EGMS, also from the registered office of the Company in Bucharest, District 5, 44 Serg. Ion Nutu Street, ONE COTROCENI PARK, building A and building B, Floor 4.

Among the documents related to and in connection with the agenda of the OGMS and of the EGMS, are the following:

- a) the convening notice ;
- b) the documents to be presented at the meeting, related to and in connection with the agenda of the OGMS and EGMS, as well as other informative materials on the issues on the agenda ;
- c) general/special empowerment forms for OGMS and EGMS;
- d) correspondence ballots for for OGMS and EGMS;
- e) OGMS and EGMS draft resolution.

Each shareholder, regardless of his/her participation in the share capital of the Company, has the right to ask questions regarding the items on the agenda of the OGMS and EGMS.

Questions will be submitted:

- a) **in writing, at the Company's headquarters in** Bucharest, District 5, 44 Serg. Ion Nutu Street, ONE COTROCENI PARK, building A and building B, Floor 4;
- b) **by electronic means**, at the e-mail address: [investors@fort.ro](mailto:investors@fort.ro), so that the requests are received by the Company by the date of **20.03.2025, at 18:00**.
- c) shareholders who have not submitted the questions by the date of **20.03.2025, at 18:00**, may address them directly within the OGMS/EGMS, in person or through the online platform dedicated to electronic voting (<https://fort.admin.evot.ro/login>).

The Company will answer the questions asked by the shareholders within the OGMS or the EGMS, as the case may be, and/or by posting the answer on the Company's website, respectively <https://fortcyber.com/investors/>. The answers to the questions asked by the shareholders will also be included in the minutes of the meeting, completed in accordance with the legal provisions in force.



**2. The right to insert new items on the agenda. The right to present draft decisions for the items included or proposed to be included on the agenda.**

In accordance with the provisions of Article 117<sup>1</sup> para. (1) of the Companies Law, Art. 105. para. (3) of Law no. 24/2017, Article 189 of Regulation no. 5/2018 and art. 13.2 of the Articles of Incorporation of the Company, one or more shareholders representing, individually or together, at least 5% of the share capital has/have the right to:

- i) introduce new items on the agenda of the OGMS and/or of the EGMS, each item being accompanied by a justification or a draft decision proposed for approval by the general meeting; and
- ii) present draft decisions for the items included on the agenda of the OGMS and/or of the EGMS, within a maximum of 15 days from the publication of the convening notice and under the terms of the law.

To the extent that the request to supplement the agenda meets all legal conditions, the Board of Directors shall resubmit the convening notice with the completed agenda, using the same procedure as that used for the previous agenda, at least 10 days before the date set for the OGMS/EGMS, and in all cases before the Reference Date.

The shareholders' rights provided above can be exercised only in writing (sent by post or courier services, with acknowledgment of receipt, at the headquarters in Bucharest, District 5, 44 Serg. Ion Nutu Street, ONE COTROCENI PARK, building A and building B, Floor 4, **or** by e-mail (with electronic extended signature), according to the FSA regulations, at [investors@fort.ro](mailto:investors@fort.ro)) by the latest on **06.03.2025** inclusively. The proposals will be accompanied by the following shareholder identification documents:

- i) **For natural persons:** certified true copy of the identity document (allowing its identification in the list of shareholders of the Company issued by the Central Depository);
- ii) **For legal persons:** a certified true copy of the identity document of the legal representative of the shareholder who is a legal person, accompanied by an ascertaining certificate issued by the Trade Register or another document issued by a similar authority in the state where the shareholder is registered, issued with no more than 30 days before the Reference Date, in order to allow the identification of the shareholder in the list of shareholders of the Company issued by the Central Depository and which, if the Central Depository was not informed in time with regard to the change of the legal representative of the shareholder, must prove the capacity of the legal representative of the shareholder submitting the proposals.



Documents presented in a language other than Romanian or English will be accompanied by a translation by a sworn translator, the legalization / apostille of the translation not being required .

The agenda supplemented with the items thus proposed by the shareholders will be published, at the latest on **10.03.2025**.

### **3. The right to nominate candidates for the position of member of the Board of Directors**

The Company's shareholders may submit proposals for candidates for appointment as a member of the Company's Board of Directors. In this regard, the proposals will include information about the name, place of residence and professional qualification of the persons proposed for the position of member of the Board of Directors, along with:

- i) certified true copy of the original of the identity document of the Company's shareholder (*in the case of individuals*, identity card, passport, residence permit, respectively, *in the case of legal entities*, identity card, passport, residence permit of the legal representative)
- ii) curriculum vitae of the person proposed for the position of member of the Board of Directors, and
- iii) in the case of a candidate's nomination for the position of independent member, a declaration on the candidate's own responsibility regarding the fulfilment of all eligibility criteria.

The Company's shareholders will be able to submit proposals regarding the members of the Board of Directors (accompanied by the documents proving the identity of the shareholder/director, according to Section 4, "*Participation and voting at the OGMS and EGMS*" below), by sending a written request to [investors@fort.ro](mailto:investors@fort.ro), no later than **06.03.2025**, at **18:00**, with the written mention "**PROPOSAL OF CANDIDACIES FOR THE POSITION OF MEMBER OF THE BOARD OF DIRECTORS**".

The list containing information on the name, place of residence and professional qualification of the persons proposed for the position of director will be updated periodically to the extent that new proposals are received, at most once a day and will be available to the shareholders at <https://fortcyber.com/investors/>.



After the deadline for proposing candidacies has expired, the voting documents will be updated and published no later than **10.03.2025**.

#### **4. Participation and voting in the OGMS and/or in the EGMS**

According to the legal provisions in force, only the shareholders registered in the Company's Shareholders' Register on the Reference Date, respectively **11.03.2025**, are entitled to participate and vote in the OGMS and/or EGMS personally (in person or online, through the legal representatives in the case of shareholders legal persons), through the representative (on the basis of special or general power of attorney), in compliance with the incidental legal provisions - art. 105 paragraph (10) of Law no. 24/2017, or by correspondence (based on correspondence ballots).

The access and/or vote by correspondence of the shareholders entitled to participate in the OGMS and in the EGMS is allowed by the simple proof of their identity made, *in the case of shareholders who are natural persons*, with the identity document and, *in the case of legal persons*, with the identity document of the legal representative, accompanied by the copy of the ascertaining certificate issued by the Trade Register or of any equivalent document issued by a competent authority of the State in which the shareholder, a legal person, is legally registered, presented in original or in copy according to the original. The documents certifying the capacity of legal representative of the shareholder, legal person, will be issued no later than 30 days before the Reference Date, in order to allow the identification of the shareholder in the list of shareholders of the Company issued by the Central Depository and, if the Central Depository was not informed in time about the change of the legal representative of the shareholder, must prove the capacity of the legal representative of the relevant shareholder.

Documents presented in a language other than Romanian or English will be accompanied by a translation by a sworn translator, the legalization / apostille of the translation not being required .



The representatives of the shareholders, natural / legal persons, will be identified on the basis of the identity document, accompanied by the special or general power of attorney signed by the individual shareholder / legal representative of the legal person shareholder, as the case may be.

The capacity of shareholder, as well as, in the case of shareholders who are legal persons or entities without legal personality, the capacity of legal representative is established on the basis of the list of shareholders from the Reference Date, received by the Company from the Central Depository.

**Shareholders registered in the Company's Shareholders Register on the Reference Date, may participate in the meeting and vote, as follows:**

**A. Personal vote**

The personal vote will be exercised after the proof of identity by the shareholder, as indicated below:

- i) in the case of shareholders who are natural persons, with the identity document (identity card, identity card, passport, residence permit) and,
- ii) *in the case of legal persons*, with the identity document of the legal representative (identity card, identity card, passport, residence permit), accompanied by the ascertaining certificate issued by the Trade Register, in original or certified true copy of the original, or of any equivalent document issued by a competent authority in the state where the shareholder legal person is legally registered, presented in the original or in a certified true copy of the original. The documents certifying the capacity of legal representative of the shareholder, legal person, will be issued no later than 30 days before the Reference Date, in order to allow the identification of the shareholder in the list of shareholders of the Company issued by the Central Depository and, if the Central Depository was not informed in time about the change of the legal representative of the shareholder, must prove the capacity of the legal representative of the relevant shareholder.

Documents presented in a language other than Romanian or English will be accompanied by a translation by a sworn translator, the legalization / apostille of the translation not being required.





Shareholders physically present at the **OGMS** and/or at the **EGMS** can choose to cast their vote through physical ballots or by using electronic means of voting.

## **B. Electronic voting**

Electronic voting may be exercised by using electronic means of voting in accordance with Article 197 of Regulation no. 5/2018, by accessing the link <https://fort.admin.evot.ro/login> from any internet-connected device.

For identification and online access to OGMS/EGMS, shareholders will provide the following information:

### ➤ **For natural persons:**

- i) name and surname;
- ii) personal identification number;
- iii) e-mail address;
- iv) copy of the identity document (identity card, passport, residence permit) \*;
- v) phone number (optional).

### ➤ **For legal entities:**

- i) the name of the legal person;
- ii) unique registration code (CUI);
- iii) the name and surname of the legal representative;
- iv) the personal identification number of the legal representative;
- v) e-mail address;
- vi) identity document of the legal representative (identity card, passport, residence permit)\*;
- vii) a copy of the ascertaining certificate issued by the Trade Register or of any equivalent document issued by a competent authority of the State in which the shareholder who is a legal person is legally registered, presented in original or certified true copy of the original. The documents certifying the capacity of legal representative of the legal person shareholder will be issued no later than 30 days before the Reference Date\*;
- viii) phone number (optional).

*\* the electronic copy of the above-mentioned documents will be uploaded online in the dedicated fields. Files that can be uploaded can have one of the following extensions: .jpg, .pdf, .png.*





The documents submitted in a language other than Romanian or English will be accompanied by the translation made by a sworn translator with the signature notary public in Romanian/English.

The shareholder can log in and vote whenever he/she wishes within the designated voting range by mail and/or live, the last voting option (before the expiry of the voting session) being the one recorded.

If, following the process of identifying the identity of the shareholders, discrepancies arise between the data provided by the shareholder and those in the list of shareholders from the Reference Date, received by the Company from the Central Depository, the shareholder will be notified and will be directed to contact the Company at the e-mail address [investors@fort.ro](mailto:investors@fort.ro).

### **C. Voting by representation with general power of attorney**

The general power of attorney may be granted by the shareholders for a period not exceeding 3 years, allowing the representative to vote in all matters under discussion of the general meetings of shareholders.

The general power of attorney shall contain at least the following information:

- i) the name of the shareholder;
- ii) the name of the representative (the person to whom the power of attorney is granted);
- iii) the date of the power of attorney, as well as the period of its validity, in compliance with the legal provisions; the powers of attorney having a later date shall have the effect of revoking the previously dated powers of attorney;
- iv) specification of the fact that the shareholder empowers the representative to participate and vote on his behalf by the general power of attorney in the general meeting of shareholders for the entire holding of the shareholder on the reference date, with the express specification of the company/companies for which the



respective general power of attorney is used, individually or through a generic formulation relating to a certain category of issuers.

The general powers of attorney, before their first use, will be submitted to / sent to the registered office of the Company, located in Bucharest, District 5, 44 Serg. Ion Nutu Street, ONE COTROCENI PARK, building A and building B, Floor 4, in copy, containing the mention of conformity with the original under the signature of the representative (or by e-mail with extended electronic signature, according to the FSA regulations, at the address [investors@fort.ro](mailto:investors@fort.ro)), so that they are registered as received at the Company's registry by the date of **19.03.2025, ora 11:00**. Powers of attorney not submitted within the time limit will not be considered.

For the validity of the mandate, the representative must have the capacity of either intermediary (in accordance with the provisions of Article 2 para. (1) point (19) of Law no. 24/2017), or lawyer, and the shareholder is their client. Also, the representative must not be in a conflict of interest, according to the provisions of art. 105 para. (15) of Law no. 24/2017. The representative cannot be substituted by another person unless this right has been expressly conferred on him by the shareholder in the power of attorney.

If the representative is a legal person, it may exercise the mandate it receives through any person belonging to the administrative or management body or from among its employees.

The Company accepts a general power of attorney given by a shareholder, as a client, to an intermediary or a lawyer, without requesting other additional documents related to that shareholder, if the general power of attorney complies with the provisions of Regulation no. 5/2018, is signed by the respective shareholder and is accompanied by a declaration on his own responsibility given by the legal representative of the intermediary or by the lawyer who received the power of representation through the general power of attorney, showing that:

- i) the power of attorney is given by the respective shareholder, as a client, to the intermediary or, as the case may be, to the lawyer;
- ii) the general power of attorney is signed by the shareholder, including by extended electronic signature, if applicable.





The statement described above must be submitted in original to the Company (at the same time as the general power of attorney form and at the same coordinates indicated in the convening notice), signed and stamped (if applicable) by the intermediary / lawyer (without fulfilling other formalities in connection with its form).

The general powers of attorney shall be accompanied, in the case of shareholders who are natural persons, by the identity document and, in the case of legal persons, by the identity document of the legal representative, accompanied by a copy of the ascertaining certificate issued by the Trade Register or of any equivalent document issued by a competent authority of the state in which the shareholder is a legal person is legally registered, presented in the original or in a true copy of the original. The documents certifying the capacity of legal representative of the shareholder, legal person, will be issued no later than 30 days before the Reference Date, in order to allow the identification of the shareholder in the list of shareholders of the Company issued by the Central Depository and, if the Central Depository was not informed in time about the change of the legal representative of the shareholder, must prove the capacity of the legal representative of the relevant shareholder.

Documents presented in a language other than Romanian or English will be accompanied by a translation by a sworn translator, the legalization / apostille of the translation not being required.

The representatives of the shareholders, natural / legal persons, will be identified based on the identity document, accompanied by the general power of attorney.

#### **D. Vote by proxy with special power of attorney and correspondence ballots**

Special powers of attorney and correspondence ballots must have the format provided by the Company and contain specific voting instructions for each item on the agenda (i.e., vote "*for*", vote "*against*" or "*abstention*").

The representation of the shareholders in the OGMS/EGMS can be done by proxy, only by filling in and signing the form of the special power of attorney accordingly. The representation will be possible both through other shareholders and through third parties. Shareholders without legal capacity or with limited exercise capacity may grant special power of attorney to other persons, according to the law.



The forms of special powers of attorney will be filled in and signed by the shareholder in three original copies: one of the copies will be submitted / transmitted to the Company, one copy will be handed over to the representative and the third copy will remain with the represented shareholder.

Special powers of attorney may be granted to any person for representation in a single general meeting and contain specific voting instructions from the issuing shareholder.

Special powers of attorney/correspondence ballots will be accompanied, *in the case of shareholders who are natural persons*, by the identity document and, *in the case of legal persons*, by the identity document of the legal representative, accompanied by the copy of the ascertaining certificate issued by the Trade Register or of any equivalent document issued by a competent authority of the State in which the shareholder, a legal person is legally registered, presented in original or in certified true copy of the original. Documents certifying the status of legal representative of the shareholder legal person, will be issued no later than 30 days before the Reference Date, in order to allow the identification of the shareholder in the list of shareholders of the Company issued by the Central Depository and which, if the Central Depository has not been informed in time about the change of the legal representative of the shareholder, must prove the capacity of the legal representative of the relevant shareholder.

Documents presented in a language other than Romanian or English will be accompanied by a translation by a sworn translator, the legalization / apostille of the translation not being required.

The representatives of the shareholders, natural / legal persons, will be identified on the basis of the identity document, accompanied by the special power of attorney signed by the individual shareholder / legal representative of the shareholder, legal person, as the case may be.

The special powers of attorney/correspondence ballots and the related documents will be submitted to/send to the company's registered office, located in Bucharest, District 5, 44 Serg. Ion Nutu Street, ONE COTROCENI PARK, building A and building B, Floor 4 (between **09:00** and **18:00** from Monday to Friday), including by e-mail with extended electronic signature (in the case of special powers of attorney), respectively by e-mail (in the case of postal ballots),



according to the FSA regulations, at the address [investors@fort.ro](mailto:investors@fort.ro)), in original or in copy, bearing the indication of conformity with the original under the signature of the representative, so that they are registered as received at the Company's registry by the date of **19.03.2025, at 11:00**, mentioning on the envelope in clear or in the subject of the e-mail "**For the Extraordinary General Meeting of Shareholders dated 21.03.2025/24.03.2025**", respectively "**For the Ordinary General Meeting of Shareholders dated 21.03.2025/24.03.2025**". Powers of attorney not submitted within the time limit will not be taken into account.

If the shareholder who has cast his vote by correspondence participates in the general meeting in person or through a representative (subject to the fact that a special/general power of attorney has been transmitted in compliance with the conditions set out in this convocation), the correspondence ballot cast for that general meeting will remain valid only if the shareholder does not express personally or through a representative another voting option at the general meeting.

If the person representing the shareholder by participation personally in the general meeting is other than the one who expressed the correspondence ballot, then for the validity of the vote he/she shall submit to the meeting a written revocation of the correspondence ballot signed by the shareholder or by the representative who expressed the correspondence ballot.

When completing the special powers of attorney/ correspondence ballot, the shareholders are asked to consider the possibility of the agenda of the OGMS or of the EGMS being completed with new points or proposals for decisions. In this case, the special powers of attorney/ correspondence ballots will be updated and made available through the methods referred to in Section 1, "*Related documents and in connection with the agenda of the OGMS/EGMS above*".

Where a shareholder is represented by a credit institution providing custody services, they may vote at the general meeting of shareholders on the basis of voting instructions received by electronic means of communication, without the need for a special or general authorization by the shareholder to be drawn up, subject to submission to the Company by the custodian credit institution of a declaration on own liability, signed by the legal representative(s) of the credit institution specifying: (i) the name of the shareholder (in clear) on whose behalf the credit institution participates and votes at that meeting, and (ii) the fact that the credit institution provides custody services to that shareholder.





The above-mentioned declaration must be submitted in original, signed and, as the case may be, stamped, or by e-mail with extended electronic signature according to Law no. 455/2001 on the electronic signature, at the address [investors@fort.ro](mailto:investors@fort.ro), no later than 2 working days before the respective meeting for which the credit institution votes, respectively until the date of **19.03.2025**, at **11:00**.

In this case, the credit institution shall vote through any person from the administrative or management bodies or from among its employees; a proof/declaration attesting that the persons concerned have this capacity will be submitted together with the declaration of the credit institution mentioned above.

The custodian votes in the general meeting of shareholders exclusively in accordance with and within the limits of the instructions received from his clients having the capacity of shareholders on the Reference Date.

## **5. Other information**

Any specialist, consultant, expert or financial analyst may attend the shareholders' meeting upon prior invitation from the Board. Accredited journalists may also attend the general shareholders' meeting, unless the Chairman of the Board decides otherwise.

For further documents and information, please contact the Company at the e-mail address [investors@fort.ro](mailto:investors@fort.ro).

**Chairman of the Board of Directors**

Ivylon Management S.R.L.

By permanent representative Mihai-Alexandru-Constantin LOGOFATU

Convening notice date: **17.02.2025**



