



Current report no. 15 / 2025

Current report according to	Law 24/2017, ASF Regulation 5/2018
Date of report	29.04.2025
Company name	FORT S.A.
Social address	109-111 Șerban Vodă str., space no. 1, grand floor, district 4, Bucharest
Headquarters	109-111 Șerban Vodă str., space no. 1, grand floor, district 4, 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: Resolution of the OGMS dated 28.04.2025

On 28.04.2025, starting with 5:00 p.m., at the headquarters of the Company located in Bucharest, District 4, 109-111 Șerban Vodă str., space no. 1, grand floor, took place the Ordinary General Meeting of Shareholders of FORT S.A. (the "Company"). The legal and statutory quorum for the meeting was constituted at first convocation.

The resolution of the Ordinary General Meetings of Shareholders of the Company is attached to this Current Report.

Chief Executive Officer FORT

Mihai Păjereanu



DECISION OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS (OGMS) OF FORT S.A.

DATED 28.04.2025

The Ordinary General Meeting of Shareholders **FORT S.A.**, a Romanian legal entity, with its headquarters in Romania, Bucharest, 109-111 Șerban Vodă Street, ground floor, space no.1, 4th District, 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**"), assembled on **28.04.2025**, at **17:00**, at the first convocation, at the address of the registered office of the Company located in Romania, Bucharest, 109-111 Șerban Vodă Street, ground floor, space no.1, 4th District, chaired by Astasia Consulting S.R.L., through its permanent representative Vladimir Ghita, as Chairman of the Board of Directors, having as secretary of the meeting elected Mr. Mihai Dascalu,

according to the list of present shareholders, Annex 1 to the Minutes of the Ordinary General Meeting of Shareholders dated **28.04.2025**, the Ordinary General Meeting of Shareholders ("**OGMS**") was attended by shareholders representing 74,3870% of the share capital and 74,3870% of the number of existing voting rights, thus meeting the quorum required for the adoption of this OGMS Decision,

Considering:

- The provisions of the Companies Law no. 31/1990, republished, with subsequent amendments ("**Companies Law**"), of Law no. 24/2017 on issuers of financial instruments and market operations, as subsequently amended and supplemented ("**Law no. 24/2017**"), Regulation no. 5/2018 on issuers of financial instruments and market operations, as subsequently amended and



supplemented (“**Regulation No. 5/2018**”) and the Company’s Articles of Incorporation (“**Articles of Incorporation**”);

- The fact that, in accordance with the Articles of Incorporation of the Company, the OGMS was convened through the convening notice of 26.03.2025 by the Board of Directors, through the convening notice published in the Official Gazette Part IV, no. 1501 dated 27.03.2025 , in the newspaper Romania Libera,dated 27.03.2025, and on the Company’s website at <https://fortcyber.com/ro/>, section Investors > General Meeting of Shareholders, on 27.03.2025;
- The fact that, at the OGMS meeting of **28.04.2025** were present/represented only the shareholders of the Company registered in the shareholders register (kept by Depozitarul Central S.A.) until the end of 17.04.2025, marked as Reference Date;
- The fact that, during the OGMS meeting, the minutes were drawn up containing all the debates, objections and votes of the shareholders present or validly represented or which voted validly by correspondence, and which formed the basis for issuing this OGMS Decision, in accordance with the Articles of Incorporation;
- The fact that all the conditions provided by the Articles of Incorporation have been met,

As well as the agenda for the OGMS meeting of 28.04.2025, described below:

1. **Approval** of the Company's income and expenditure budget for the financial year 2025.
2. **Approval** of the individual financial statements of the Company prepared in accordance with Order of the Minister of Public Finance no. 1802/2014, for the financial year 2024, composed of: the balance sheet, the income statement, the statement of changes in equity, the cash flow statement, the accounting policies, as well as the explanatory notes, based on the 2024 Directors’ Report and the Independent Auditor's Report for 2024.
3. **Approval** of the consolidated financial statements of the Company prepared in accordance with Order of the Minister of Public Finance no. 1802/2014, for the financial year 2024, composed of: the consolidated balance sheet, the consolidated income statement, the statement of changes in consolidated equity, the consolidated cash flow statement, the accounting policies, as well as



the explanatory notes, based on the 2024 Directors' Report and the Independent Auditor's Report for 2024.

4. **Approval** of the Annual Report for the financial year ended on December 31, 2024, prepared in accordance with the provisions of Article 65 of Law No. 24/2017 on issuers of financial instruments and market operations, republished, and Annex No. 15 of ASF Regulation No. 5/2018 on issuers of financial instruments and market operations, republished.
5. **Approval** of the allocation of the net profit for the year 2024, as per the individual financial statements of the Company prepared in accordance with Order of the Ministry of Public Finance no. 1802/2014, in the amount of de RON 1,286,706.34 as follows:
 - for the constitution of the legal reserve – RON 65,501.62

The difference of RON 1,221,204.72 remains unallocated until future decisions in this regard.

6. **Approval** of the discharge of the director Astasia Consulting S.R.L., through its permanent representative Vladimir Ghita for the financial year 2024.
7. **Approval**, for the above operations, of the Reference Date (proposal: 28.05.2025), the ex-date (proposal: 27.05.2025).
8. **Approval** of the power of attorney granted to the General Director, to sign on behalf of the shareholders the resolution of the OGMS, as well as all documents to be adopted by the OGMS and to carry out all legal formalities for the execution and registration of the resolutions and decisions adopted, with the possibility of sub-mandating to third parties. Within the framework of the mandate granted, the General Director, as well as any of his sub-mandates, shall be entitled, without limitation, to carry out all formalities necessary for the signing in the name and on behalf of the shareholders of all documents required for the implementation of the resolution of the OGMS, as well as to carry out any steps and formalities necessary for the implementation and registration of the resolutions adopted by the shareholders

Shareholders present or validly represented or who voted validly by correspondence, confirming the above-mentioned agenda, adopted the following decisions:



Decision no. 1

Validly present or represented or voting validly by correspondence, shareholders holding 8.338.254 voting rights, representing 74,3870% of the share capital, and 74,3870% of the total voting rights,

A number of 8.300.172 votes representing 8.300.172 shares, 74,0473% of the share capital, 99,5433% of the total voting rights held by the shareholders present or validly represented or who have validly voted by mail, and 74,0473% of the total voting rights, having been validly expressed;

With 8.300.172 valid votes cast "for" shareholders representing 100% of the total number of votes expressed by shareholders present, represented or who cast their vote by mail and 74,0473% of the total voting rights,

With 0 valid votes cast "against" the shareholders representing 0,0000% of the total number of votes expressed by the shareholders present, represented or who cast their vote by correspondence and 0,0000% of the total voting rights;

Having been 22.242 abstentions and 15.840 unspoken votes:

The shareholders approved the Company's income and expenditure budget for the financial year 2025.

Decision no. 2

Validly present or represented or voting validly by correspondence, shareholders holding 8.338.254 voting rights, representing 74,3870% of the share capital, and 74,3870% of the total voting rights,

A number of 7.910.772 votes representing 7.910.772 shares, 70,5734% of the share capital, 94,8732% of the total voting rights held by the shareholders present or validly represented or who have validly voted by mail, and 70,5734% of the total voting rights, having been validly expressed;





With 7.910.772 valid votes cast "for" shareholders representing 100% of the total number of votes expressed by shareholders present, represented or who cast their vote by mail and 70,5734% of the total voting rights,

With 0 valid votes cast "against" the shareholders representing 0,0000% of the total number of votes expressed by the shareholders present, represented or who cast their vote by correspondence and 0,0000% of the total voting rights;

Having been 411.642 abstentions and 15.840 unspoken votes:

The shareholders approved the individual financial statements of the Company prepared in accordance with Order of the Minister of Public Finance no. 1802/2014, for the financial year 2024, composed of: the balance sheet, the income statement, the statement of changes in equity, the cash flow statement, the accounting policies, as well as the explanatory notes, based on the 2024 Directors' Report and the Independent Auditor's Report for 2024.

Decision no. 3

Validly present or represented or voting validly by correspondence, shareholders holding 8.338.254 voting rights, representing 74,3870% of the share capital, and 74,3870% of the total voting rights,

A number of 7.910.772 votes representing 7.910.772 shares, 70,5734% of the share capital, 94,8732% of the total voting rights held by the shareholders present or validly represented or who have validly voted by mail, and 70,5734% of the total voting rights, having been validly expressed;

With 7.910.772 valid votes cast "for" shareholders representing 100% of the total number of votes expressed by shareholders present, represented or who cast their vote by mail and 70,5734% of the total voting rights,





With 0 valid votes cast "against" the shareholders representing 0,0000% of the total number of votes expressed by the shareholders present, represented or who cast their vote by correspondence and 0,0000% of the total voting rights;

Having been 411.642 abstentions and 15.840 unspoken votes:

The shareholders approved the consolidated financial statements of the Company prepared in accordance with Order of the Minister of Public Finance no. 1802/2014, for the financial year 2024, composed of: the consolidated balance sheet, the consolidated income statement, the statement of changes in consolidated equity, the consolidated cash flow statement, the accounting policies, as well as the explanatory notes, based on the 2024 Directors' Report and the Independent Auditor's Report for 2024.

Decision no. 4

Validly present or represented or voting validly by correspondence, shareholders holding 8.338.254 voting rights, representing 74,3870% of the share capital, and 74,3870% of the total voting rights,

A number of 7.903.179 votes representing 7.903.179 shares, 70,5056% of the share capital, 94,7822% of the total voting rights held by the shareholders present or validly represented or who have validly voted by mail, and 70,5056% of the total voting rights, having been validly expressed;

With 7.903.179 valid votes cast "for" shareholders representing 100% of the total number of votes expressed by shareholders present, represented or who cast their vote by mail and 70,5056% of the total voting rights,

With 0 valid votes cast "against" the shareholders representing 0,0000% of the total number of votes expressed by the shareholders present, represented or who cast their vote by correspondence and 0,0000% of the total voting rights;

Having been 411.642 abstentions and 23.433 unspoken votes:



The shareholders approved the Annual Report for the financial year ended on December 31, 2024, prepared in accordance with the provisions of Article 65 of Law No. 24/2017 on issuers of financial instruments and market operations, republished, and Annex No. 15 of ASF Regulation No. 5/2018 on issuers of financial instruments and market operations, republished.

Decision no. 5

Validly present or represented or voting validly by correspondence, shareholders holding 8.338.254 voting rights, representing 74,3870% of the share capital, and 74,3870% of the total voting rights,

A number of 8.300.172 votes representing 8.300.172 shares, 74,0473% of the share capital, 99,5433% of the total voting rights held by the shareholders present or validly represented or who have validly voted by mail, and 74,0473% of the total voting rights, having been validly expressed;

With 8.299.872 valid votes cast "for" shareholders representing 99,53397% of the total number of votes expressed by shareholders present, represented or who cast their vote by mail and 74,0446% of the total voting rights,

With 300 valid votes cast "against" the shareholders representing 0,0036% of the total number of votes expressed by the shareholders present, represented or who cast their vote by correspondence and 0,0027% of the total voting rights;

Having been 22.242 abstentions and 15.840 unspoken votes:

The shareholders approved the allocation of the net profit for the year 2024, as per the individual financial statements of the Company prepared in accordance with Order of the Ministry of Public Finance no. 1802/2014, in the amount of de RON 1,286,706.34 as follows:

- for the constitution of the legal reserve – RON 65,501.62

The difference of RON 1,221,204.72 remains unallocated until future decisions in this regard.



Decision no. 6

Validly present or represented or voting validly by correspondence, shareholders holding 8.338.254 voting rights, representing 74,3870% of the share capital, and 74,3870% of the total voting rights,

A number of 8.300.172 votes representing 8.300.172 shares, 74,0473% of the share capital, 99,5432% of the total voting rights held by the shareholders present or validly represented or who have validly voted by mail, and 74,0473% of the total voting rights, having been validly expressed;

With 8.300.172 valid votes cast "for" shareholders representing 100% of the total number of votes expressed by shareholders present, represented or who cast their vote by mail and 74,0473% of the total voting rights,

With 0 valid votes cast "against" the shareholders representing 0,0000% of the total number of votes expressed by the shareholders present, represented or who cast their vote by correspondence and 0,0000% of the total voting rights;

Having been 22.242 abstentions and 15.840 unspoken votes:

The shareholders approved the discharge of the director Astasia Consulting S.R.L., through its permanent representative Vladimir Ghita for the financial year 2024.

Decision no. 7

Validly present or represented or voting validly by correspondence, shareholders holding 8.338.254 voting rights, representing 74,3870% of the share capital, and 74,3870% of the total voting rights,

A number of 8.300.172 votes representing 8.300.172 shares, 74,0473% of the share capital, 99,5433% of the total voting rights held by the shareholders present or validly represented or who have validly voted by mail, and 74,0473% of the total voting rights, having been validly expressed;





With 8.300.172 valid votes cast "for" shareholders representing 100% of the total number of votes expressed by shareholders present, represented or who cast their vote by mail and 74,0473% of the total voting rights,

With 0 valid votes cast "against" the shareholders representing 0,0000% of the total number of votes expressed by the shareholders present, represented or who cast their vote by correspondence and 0,0000% of the total voting rights;

Having been 22.242 abstentions and 15.840 unspoken votes:

The shareholders approved for the above operations, of the Reference Date (proposal: 28.05.2025), the ex-date (proposal: 27.05.2025).

Decision no. 8

Validly present or represented or voting validly by correspondence, shareholders holding 8.338.254 voting rights, representing 74,3870% of the share capital, and 74,3870% of the total voting rights,

A number of 8.300.172 votes representing 8.300.172 shares, 74,0473% of the share capital, 99,5433% of the total voting rights held by the shareholders present or validly represented or who have validly voted by mail, and 74,0473% of the total voting rights, having been validly expressed;

With 8.300.172 valid votes cast "for" shareholders representing 100% of the total number of votes expressed by shareholders present, represented or who cast their vote by mail and 74,0473% of the total voting rights,

With 0 valid votes cast "against" the shareholders representing 0,0000% of the total number of votes expressed by the shareholders present, represented or who cast their vote by correspondence and 0,0000% of the total voting rights;

Having been 22.242 abstentions and 15.840 unspoken votes:





The shareholders approved the power of attorney granted to the General Director, to sign on behalf of the shareholders the resolution of the OGMS, as well as all documents to be adopted by the OGMS and to carry out all legal formalities for the execution and registration of the resolutions and decisions adopted, with the possibility of sub-mandating to third parties. Within the framework of the mandate granted, the General Director, as well as any of his sub-mandates, shall be entitled, without limitation, to carry out all formalities necessary for the signing in the name and on behalf of the shareholders of all documents required for the implementation of the resolution of the OGMS, as well as to carry out any steps and formalities necessary for the implementation and registration of the resolutions adopted by the shareholders.

This Decision was adopted, in accordance with the legal provisions in force, as well as with the provisions of the Articles of Incorporation of the Company and with the minutes of the OGMS of 28.04.2025.

Written and signed today, **28.04.2025**, in 4 (four) originals.

Chairman of the OGMS

Astasia Consulting S.R.L.

Meeting secretary

Mr. Mihai Dascalu

