

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

DATED 21.03.2025

The Ordinary General Meeting of Shareholders **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**"), assembled on **21.03.2025**, at **11:00**, at the first convocation, at the address of the registered office of the Company located in Bucharest, Sector 5, 44 Serg. Ion Nutu Street, ONE COTROCENI PARK, building A and building B, 4th Floor, chaired by Mr. Mihai-Alexandru-Constantin Logofatu, as Chairman of the Board of Directors, having as secretary of the meeting elected Mr. Vladimir Ghita,

according to the list of present shareholders, Annex 1 to the Minutes of the Ordinary General Meeting of Shareholders dated **21.03.2025**, the Ordinary General Meeting of Shareholders ("**OGMS**") was attended by shareholders representing 75.1018% of the share capital and 75.1018% 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 02.17.2025 by the Board of Directors, through the convening notice published in the Official Gazette Part IV, no. 803 dated 02.18.2025, in the newspaper Romania Libera, dated 02.18.2025, and on the Company's website at <https://fortcyber.com/ro/>, section Investors > General Meeting of Shareholders;

- The fact that, at the OGMS meeting of **21.03.2025** were present/represented only the shareholders of the Company registered in the shareholders register (kept by Depozitarul Central S.A.) until the end of 11.03.2025, 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 21.03.2025, described below:

1. Acknowledgment of 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**, 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, 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 member 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**.
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.

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 8,418,370 voting rights, representing 75.1018% of the share capital, and 75.1018% of the total voting rights, A number of 8,028,970 votes representing 8,028,970 shares, 71.6278% of the share capital, 95.3744% of the total voting rights held by the shareholders present or validly represented or who have validly voted by mail, and 71.6278% of the total voting rights, having been validly expressed;

With 8,028,970 valid votes cast "for" shareholders representing 95.3744% of the total number of votes expressed by shareholders present, represented or who cast their vote by mail and 71.6278% 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 389,400 abstentions:

Acknowledgment of 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**, and **the**

shareholders approved their discharge of management activities carried out during the financial year ending on 31 December 2024.

Decision no. 2 – taken by secret vote

Validly present or represented or voting validly by correspondence, shareholders holding 8,418,370 voting rights, representing 75.1018% of the share capital, and 75.1018% of the total voting rights,

A number of 8,330,638 votes representing 8,330,638 shares, 74.3191% of the share capital, 98.9579% of the total voting rights held by the shareholders present or validly represented or who have validly voted by mail, and 74.3191% of the total voting rights, having been validly expressed;

With 8,330,638 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 74.3191% 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 87,732 abstentions:

The shareholders approved the election of the company **BUY AND BUILD S.R.L.**, incorporated and operates in accordance with the laws of Romania, with its registered office in Bucharest, Sector 3, Str. Odobești, No. 5, Block Z1, Staircase 4, Floor 4, Apartment 65, registered with the Trade Register under number J40/18128/2023, having the Unique Registration Code 48857403, represented by its permanent representative **Darabuț Dragoș-Ovidiu**, a Romanian citizen, born on August 11, 1982, in Arad County, Municipality of Arad, residing in Bucharest, Sector 3, Str. Odobești, No. 5, Block Z1, Staircase 4, Floor 4, Apartment 65, identified by Identity Card series RZ, no. 206992, issued by S.P.C.E.P. Sector 3 on August 2, 2023, valid until August 3, 2031, with Personal Numeric Code 1820811020124, as member of the Board of Directors starting with the date of appointment, respectively the date of adoption of the Decision of the Ordinary General Meeting of Shareholders of 21.03.2025, for a period of 4 (four) years from the date of appointment, the expiry date of the mandate being on 03.21.2029.

Validly present or represented or voting validly by correspondence, shareholders holding 8,418,370 voting rights, representing 75.1018% of the share capital, and 75.1018% of the total voting rights,

A number of 5,487,227 votes representing 5,487,227 shares, 48.9525% of the share capital, 65.1816% of the total voting rights held by the shareholders present or validly represented or who have validly voted by mail, and 48.9525% of the total voting rights, having been validly expressed;

With 5,487,227 valid votes cast "for" shareholders representing 65.8680% of the total number of votes expressed by shareholders present, represented or who cast their vote by mail and 48.9525% 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 87,732 abstentions and 2,843,411 unspoken votes:

The shareholders approved the election of the company **ALDEMAR MARKETING S.R.L.**, a company incorporated and operating in accordance with the laws of Romania, with its registered office in Balotești Village, Balotești Commune, Str. Zambilelor, No. 15/2, Ilfov County, registered with the Trade Register under number J2023003582234, having the Unique Registration Code 48256748, represented by its permanent representative **Necula Delia-Alina**, a Romanian citizen, born on January 27, 1982, in Iași County, Municipality of Iași, residing in Ilfov County, Otopeni City, Str. I. I. C. Brătianu, No. 28, Block C, Staircase 2, Apartment 9, identified by Identity Card series IF, no. 840772, issued by SPCLEP Otopeni on September 28, 2022, valid until August 3, 2031, with Personal Numeric Code 2820127226712, as member of the Board of Directors starting with the date of appointment, respectively the date of adoption of the Decision of the Ordinary General Meeting of Shareholders of 21.03.2025, for a period of 4 (four) years from the date of appointment, the expiry date of the mandate being on 03.21.2029.

Decision no. 3

Validly present or represented or voting validly by correspondence, shareholders holding 8,418,370 voting rights, representing 75.1018% of the share capital, and 75.1018% of the total voting rights,

A number of 8,395,328 votes representing 8,395,328 shares, 74.8962% of the share capital, 99.7263% of the total voting rights held by the shareholders present or validly represented or who have validly voted by mail, and 74.8962% of the total voting rights, having been validly expressed;

With 8,395,328 valid votes cast "for" shareholders representing 99,7263% of the total number of votes expressed by shareholders present, represented or who cast their vote by mail and 74.8962% 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 23,042 abstentions:

The shareholders approved the mandate contract template for the Board members elected according to point 2 of the agenda.

Decision no. 4

Validly present or represented or voting validly by correspondence, shareholders holding 8,418,370 voting rights, representing 75.1018% of the share capital, and 75.1018% of the total voting rights,

A number of 8,418,370 votes representing 8,418,370 shares, 75.1018% of the share capital, 100% of the total voting rights held by the shareholders present or validly represented or who have validly voted by mail, and 75.1018% of the total voting rights, having been validly expressed;

With 8,418,370 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 75.1018% 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 0 abstentions:

The shareholders approved 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.

Decision no. 5

Validly present or represented or voting validly by correspondence, shareholders holding shareholders holding 8,418,370 voting rights, representing 75.1018% of the share capital, and 75.1018% of the total voting rights,

A number of 8,396,128 votes representing 8,396,128 shares, 74.9033% of the share capital, 99.7358% of the total voting rights held by the shareholders present or validly represented or who have validly voted by mail, and 74.9033% of the total voting rights, having been validly expressed;

With 8,396,128 valid votes cast "for" shareholders representing 99.7358% of the total number of votes expressed by shareholders present, represented or who cast their vote by mail and 74.9033% 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:

The shareholders approved 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.

Decision no. 6

Validly present or represented or voting validly by correspondence, shareholders holding shareholders holding 8,418,370 voting rights, representing 75.1018% of the share capital, and 75.1018% of the total voting rights,

A number of 8,418,370 votes representing 8,418,370 shares, 75.1018% of the share capital, 100% of the total voting rights held by the shareholders present or validly represented or who have validly voted by mail, and 75.1018% of the total voting rights, having been validly expressed;

With 8,075,632 valid votes cast "for" shareholders representing 95.9287% of the total number of votes expressed by shareholders present, represented or who cast their vote by mail and 72.0441% of the total voting rights,

With 342,738 valid votes cast "against" the shareholders representing 4.0713% of the total number of votes expressed by the shareholders present, represented or who cast their vote by correspondence and 3.0576% of the total voting rights;

Having been 0 abstentions:

The shareholders approved 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.

Decision no. 7

Validly present or represented or voting validly by correspondence, shareholders holding shareholders holding 8,418,370 voting rights, representing 75.1018% of the share capital, and 75.1018% of the total voting rights,

A number of 8,418,370 votes representing 8,418,370 shares, 75.1018% of the share capital, 100% of the total voting rights held by the shareholders present or validly represented or who have validly voted by mail, and 75.1018% of the total voting rights, having been validly expressed;

With 8,418,370 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 75.1018% 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 0 abstentions:

The shareholders approved 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.

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 21.03.2025.

Written and signed today, **21.03.2025**, in 4 (four) originals.

Chairman of the OGMS,
Mihai-Alexandru-Constantin Logofatu

Meeting secretary,
Mr. Vladimir Ghita




